



**COMMUNITY INCLUSIVE TRUST BOARD MEETING
MINUTES OF THE MEETING 19th JULY 2023 AT 5:00pm – WARWICK HOUSE, LONG BENNINGTON**

Attendees

Stephen Hopkins – Chairman
Jo Slessor – Trustee
Helen Drew-Bradley - Trustee
Julia Lindley-Baker – Trustee
Pam Powell – Trustee
Kim Adele-Platts – Trustee (via Teams)
Bryan Steele – Trustee
Keith Stanton – Trustee (via Teams)
Harpaul Dhindsa (via Teams)
Peter Bell – CEO
Daran Bland – DDOG
Malcolm Trobe – CST Guest
Ana Hendrickson – Company Secretary /Clerk to the Trust Board (Minutes)

1. WELCOME AND CHECK IN

The Chair welcomed everyone to the meeting, particularly the CST guest.
For the benefit of the CST guest introductions took place.

2. APOLOGIES FOR ABSENCE

Rachael Sharpe – Trustee – Work commitments
Kate Goodman – Trustee – Work commitments
Apologies accepted. Quorum met.

3. DECLARATION OF INTERESTS

None for this meeting.

4. CHAIR'S OPENING REMARKS

The Executive Summary Full Board Meeting 19 July 23 document was made available on the OnBoard portal for information prior to this meeting.

Trustees were reminded regarding the CIT Values. It is important that in all undertakings Trustees align themselves with those values at every meeting (those being honesty and integrity, aspiration, professionalism, and inclusivity).

Trustees were encouraged to speak up should the Board not abide by these at any point during the meeting.

The Chair to TB thanked all Committee Chairs for conducting each committee meeting in the same way and adhering to the CIT values keeping them live.

Trustees were encouraged to peruse the CIT News bulletin which was recently uploaded to the Onboard portal.

The Chair of the new Audit & Risk Committee was introduced.

The Chair to TB clarified that agenda item 11 is not a provisional budget for approval but a final budget.

5. MINUTES OF LAST MEETING- FOR APPROVAL

An error was noted on the attendance section where a Trustee attended the meeting in person (not via Teams) and the DDOG attended via Teams (not in person) as stated in the document.

The minutes were approved as a true and accurate record subject to the above-mentioned amendment.

Resolution: The Minutes of the 26th 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 April 2023 was made available on the OnBoard portal for information prior to this meeting.

The Chair highlighted that this is the last meeting of this academic year; all action points within the tracker have been completed therefore rag rated GREEN. This tracker will be archived, a new tracker will be produced for academic year 2023-24. In the event of any Red or Amber rag ratings were to remain, these would be brought forward to next year's document.

7. REPORT ON EXTERNAL REVIEW OF GOVERNANCE

The Community Inclusive Trust Governance Review Report - Final was made available on the OnBoard portal for information prior to this meeting.

The Chair to TB thanked the CST Guest for the above report and for the work leading to it.

The CST Guest advised that he witnessed the CIT Values in action during his governance review. CIT is a Trust inclusive in name but also inclusive in nature, this is the way in which the trust the trust operates.

Several very positive points were noted in the review.

- very good and effective governance
- well-developed strategic plan
- good level of challenge and support to the Executive team
- strong oversight of key aspects including finance, risks, and safeguarding
- very measured and purposeful response to the issue at Woodlands Academy
- clear and effective decision making, very good processes in place
- effective action logging and tracking system
- good assurance reporting from Local School Boards.
- Strong communication, particularly from Trust Board to LSBs – Undelaying and unbalanced feedback received from LSB members regarding improving Trustee knowledge of their schools.

The following recommendations were made:

- to slim down meeting agendas and accompanying papers
- continue to develop risk management
- consideration to be given to succession planning (executive and non-executive)
- continue to develop and integrated stakeholder engagement

The Chair to TB advised that all recommendations from the External Review of Governance (ERG) have been included within the Governance Development Plan produced by the DDOG.

A lengthy discussion took place in relation to the stakeholder engagement challenges due to geographical issues, possible options for improvement, challenges around the recruitment of Trustees and LSB members, LSB cluster model of governance, succession planning and the unbalanced feedback received in terms of TB communication with the LSBs.

The following suggestions were made:

- parental online webinars, during school hours, specifically for those parents unable to visit their child's school.
- full mentoring of any potential successors, particularly around the Finance area
- use of a skip analysis to review communications through all layers of governance
- LSB Chairs to be invited to ES&SG Committee meetings, particularly those of study case schools
- A more comprehensive Chair to TB update to LSB Chairs to include details of Trustees' visits to schools, access to individual school data etc.
- inclusion of the special interest Trustee pen portrait to respective school websites

Trustees praised the Governance Development Day (GDD) held on June 30th particularly the session with School Council pupils.

A suggestion was made for a Doodle Poll to be created, in relation to future GDDs, to provide an opportunity for attendees to choose the date and time that is most suitable.

The CEO praised and thanked the Board for their effective governance, management, and oversight of the Trust.

Trustees thanked the CST Guest before his departure at 5:40pm.

ACTION 1: For the CS/Clerk to TB to liaise with the Head of Communications regarding the inclusion of the special interest Trustee pen portrait to respective school websites.

8. REPORTS FROM COMMITTEES- FOR ASSURANCE

Committee Chairs provide a high-level update as follows:

People Committee – Good progress has been made this year; a detailed MI has shown where the problems are, what this committee is doing about them and further areas of focus.

A couple of changes to the Scheme of Delegation were piloted. Real improvements in communication have been made.

Appropriate decisions have been made, this committee is responding more effectively

Committee members are growing into their roles, particularly the HR Director who has ensured the correct processes and policies are in place. A real impact of his work is evident.

ES&SG Committee – The committee has met this term. Focus was given to two CIT *priority* schools.

Challenges with recruitment and engagement of LSB members have meant that an interim Board will be put in place in September 2023 in one of those schools.

The first cycle of Safeguarding Health Checks has been completed. Embedding and Monitoring of all process are the next stages to take place.

The LSB Consolidated Report (to include variances in ELT/LSB judgements), SLA's and LEARN were the focus of committee scrutiny.

FA&E Committee – Discussions have taken place in relation to budgets, deficit, and reserves position. An interim budget was prepared, this has since been revised following the government's recent announcement in relation to staff pay increases.

The committee agreed the capitalization of internal labour where appropriate. The CFO will ensure that written confirmation of this acceptable practice, is received from the Trust Accountants.

Options have been explored in order to increase the Trust's income.

The Management Accounts for P8 and P9 have been signed.

An overspent was noted on the P9 Management Accounts. A full explanation and rationale behind it are expected on the P10 Management Accounts.

KPIs are now cumulative for the year.

The Chair to TB praised and thanked the FA&E Committee Chair for the thorough and robust scrutiny of all matters finance.

Trustees were assured that all Board Committees are effective.

ASSURANCE: Trustees were assured that all Board Committees are effective.

9. MANAGEMENT ACCOUNTS SIGN OFF (P8 & P9) – FOR INFORMATION

Point discussed during agenda item 8 - FA&E Committee update.

10. FINANCIAL KPIs – FOR ASSURANCE

The KPIs for Board – 19.7.2023 document was made available on the OnBoard portal prior to this meeting.

The Chair to TB advised that a presentation on financial KPIs was delivered at the Governance Development Day on June 30th. The CFO has been requested to produce a recording of this presentation for Trustee access, information, and training on their return in September 2023.

A brief overview of the above document was provided by the Chair to TB.

Trustees will have an opportunity at the beginning of next academic year to review these KPIs; to either keep the current set or select different performance indicators for monitoring purposes.

Trustees indicated they were content with the above.

ASSURANCE: Trustees were assured that strong financial monitoring controls are in place.

11. 2023-24 PROVISIONAL BUDGET- FOR APPROVAL

The Finance-Budget 2023/24 Resolutions Cover Sheet and the Variance between Budget Submitted at FA&E Committee on 28/06/23 and TB Approval on 19/07/23 documents were shared electronically, and hard copies were provided at this meeting.

The Chair to TB advised that the above documents had been shared today due to the latest update which took place this morning. Recommendations for approval have been highlighted on the Finance-Budget 2023/24 Resolutions Cover Sheet. He proposed to resolve to adopt a final budget with a small in-year deficit and for this budget to be submitted at the end of July 2023.

The CEO provided context around the government's announcement earlier today in relation to the funding award for 2024-25; 3% will be government funded, with effect from April 2024. Additional income is yet to be budgeted for (RPA Insurance payment, sale of Stornoway site, banding reviews, CIT schools' growth and new school's opening grants). A further update will be provided to the Board at the first Trust Board meeting in September 2023.

An in-depth discussion took place in relation to the signing of realistic budgets, expenditure of SCA funding on capital projects as opposed to repair and maintenance, CEO's PM objectives around strategic financial planning, potential income opportunities, and potential risks.

The Board were in agreement for the CEO to provide a budget update at the first Trust Board meeting on September 19th, 2023, and for this matter to be a significant agenda item at the first Finance & Estates Committee meeting.

Trustees resolved to approve the 2023/24 Budget (which in the budget system has a small deficit) and its submission to the ESFA by July 31st, 2023.

ACTION 2: For the CEO to provide a further budget update at the first Trust Board meeting in September 2023.

ACTION 3: For the 2023-24 budget to be a significant agenda item at the first Finance & Estates Committee meeting.

RESOLUTION: To approve the 2023/24 Budget (which in the budget system has a small deficit) and its submission to the ESFA by July 31st, 2023.

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

Trustees shared their experiences of visits to their special interest schools as follows:

BEA- A visit to the school took place last week. A very good tour of the facilities was provided; this enabled the Trustee to meet pupils and many members of staff (whose work was highly praised).

The Trustee was joined during this visit by a member of the LSB, who is also a school parent. The impact BEA has made on her child and family is a testament to the Trust.

Isaac Newton – A meeting with the LSB Chair has taken place.

Poplar – A meeting with the LSB Chair could not take place due to the work commitments of the LSB Chair. A telephone call will be arranged prior to the LSB Chair's departure.

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

Sandon – This was a great and very informative visit. The interim LSB Chair joined the HT and the link Trustee. The development of the hydro pool was discussed (to include the delivery of water activities or hydrotherapy and relevant staff training).

TUL- Positive visit and meeting with a very enthusiastic and knowledgeable LSB Chair who has a plethora of ideas for improvement. Conversations took place around the Governors portal and its user friendliness.

The link Trustee also attended the opening of the new Teaching block on July 7th, 2023.

STP- A visit to this school took place this term. An interim LSB will be in place from September 2023 with the DDOG as the interim Chair.

The CEO confirmed that support for the DDOG will be provided in relation to the recruitment of LSB members.

LIN – The Chair to TB visited this term. He met with the LSB Chair and the HT who conducted a tour of the school.

Trustees praised the School Council session held at the Governance Development Day on June 30th and noted that further feedback should be given to School Council pupils.

The CS/Clerk to TB was requested to e-mail relevant HTs and seek confirmation of all additional questions from SC pupils for Trust Board response. A 'wish list'/ feedback document to be presented at the next Trust Board meeting in September 2023.

ACTION 4: For the CS/Clerk to TB to e-mail relevant HTs and seek confirmation of all additional questions from SC pupils for Trust Board response. For a 'wish list'/ feedback document to be presented at the next Trust Board meeting in September 2023.

13. POLICY MATTERS – POLICIES FOR APPROVAL

The Audit & Risk Committee – TOR and the Resolutions Cover Sheet – Approval of amended Reserves Policy documents were made available on the OnBoard portal prior to this meeting.

The Chair to TB advised that, as agreed at the last TB meeting, an Audit and Risk Committee will be formed next academic year. Trustee HDB has agreed to Chair this committee. A copy of Terms of Reference (TOR) has been made available; this document is to be formally adopted by the Board.

Trustee attention was drawn to section 5 of this document – Frequency of Meetings. Meetings will be held at least three times a year, the second meeting of the year will be held in conjunction with the ELT.

The Chair to TB noted the proposed amendments to the Reserves Policy for sections 9.2 and 9.7 as detailed in the above Resolutions Cover Sheet document.

Trustees resolved, unanimously, to adopt the Audit & Risk Committee TOR and to approve the revised Reserves Policy.

RESOLUTION: To adopt the Audit & Risk Committee TOR and to approve the revised Reserves Policy.

14. LSB REPORTS –FOR ASSURANCE

None for this period.

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

None for this period.

16. CEO REPORT – FOR ASSURANCE

The CEO Report Master 22-23 JUL 23, CEO Strat Plan Report to Trust Board Jul 23, Impact Statement, Community Inclusive Trust Presentation, Delivery Plan Priorities, and the School Improvement Tracker Trust Board July 2023 documents were made available on the OnBoard portal prior to this meeting.

Documents notes as read.

The Chair to TB provided brief context regarding all supporting documents which are also embedded within the CEO's report. The reports on this agenda item are produced by the CEO three times a year. The CEO reports on each of the strategic priorities and the progress being made providing assurances to the Board.

He advised that the Trust's CPD offer document and the CIT Brochure will be shared with Trustees in September 2023.

Trustees were also informed that Trustee JLB will be taking on the role of Safeguarding Trustee from November 2023.

The CEO proceeded to provide detailed context in relation to each section of the Strat Plan Report:

- Safeguarding and Education – Positive progress has been made, both areas are moving forward. Clear narrative provided for Trustee information.
- LEARN – Good line of sight and focus. LEARN has delivered a significant amount of internal training worth £50K. Despite having a small deficit, LEARN produces unquantifiable work for the Trust. Two major projects have been secured for next academic year.
Trustees requested for a Profit & Loss document in relation to LEARN to be produced next academic year for monitoring purposes.
- People – Slight progress made. Systems, processes, and wellbeing strategies are now in place. Current focus is their implementation and delivery.
- Finance – The Procurement strategy has been reviewed; priorities for future procurement and economies of scale have been identified.
- Operations – Continues to progress and move forward.
- Growth – Trustees queried the reasoning behind the low score given by the CEO and noted the significant work carried out in this area and the progress made on the exploration of growth opportunities. They requested for the CEO to review and re-score this section. A score of 6 was suggested.
- Communications – Trustees indicated their disagreement with the low score given by the CEO and noted that significant work was also carried out in terms of communications. As in the previous point, Trustees requested for the CEO to review and re-score this area. A score of 6 was suggested.

The Chair to TB provided an overview of the School Improvement Tracker document and highlighted its importance. This document focuses on each of the Trust's schools and their journey over time towards their target objective. Commentary and periodical updates are provided by the ELT within the *Notes* sections of the tracker.

A Trustee noted the missing date against the DoE's commentary for July 2023 and queried the CEO's 17.07.23 commentary in relation to the GANF merger.

The CEO provided brief context around the impending merger of Sandon and Ambergate and the current situation in relation to HR and contractual terms.

Trustees requested further narrative against those schools with Amber rag ratings. It was suggested for the Trust On A Page report (TOAP), which is presented at each ES&SG Committee meeting, to also be presented at full Trust Board meetings for information and monitoring purposes.

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

ACTION 5: For a Profit & Loss document to be produced next academic year, in relation to LEARN, for monitoring purposes.

ACTION 6: For the CEO to review and re-score the Growth and Communications Delivery Plan sections of the Strat Plan. A score of 6 was suggested by Trustees for each.

ACTION 7: For further narrative to be added against those schools with Amber rag ratings within the CEO's School Improvement Tracker.

ACTION 8: For the Trust On A Page report (TOAP), which is presented at each ES&SG Committee meeting, to also be presented at full Trust Board meetings for information and monitoring purposes.

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

17. GOVERNANCE MATTERS 23-24

The Governance 2023-24 PROPOSED Meeting Dates document was made available on the OnBoard portal prior to this meeting.

The Chair to TB advised that a Chair and Vice Chair to the Board are to be nominated and approved at tonight's meeting. No expressions of interest were received for the role of Chair. He indicated his agreement to continue in the role of Chair to Trust Board for next academic year subject to Board approval.

Trustee JS expressed interest in the role of Vice Chair to Trust Board for 2023-24. No other expressions of interest were received.

On those basis Trustees resolved to approve for Dr Stephen Hopkins to continue in the role of Chair to TB and for Trustee Jo Slesser to take over the role of Vice Chair to TB for academic year 2023-24.

Trustees were provided with the opportunity to indicate their preferences in relation to virtual, face-to-face or hybrid meetings (virtual for those unable to join others in person).

The Chair to TB advised that all meetings should be balanced and able to provide good governance.

A discussion took place in relation to meeting dates and start times, as well as the IT challenges hybrid meetings present.

A suggestion was made for meetings to be held during working hours going forward and for the purchase of a video conferencing camera to ensure clear communications.

The CS/Clerk to TB was requested to contact the new Trustee and set up Doodle Polls in relation to possible start times for all governance meetings and to liaise with the Trust IT Lead regarding the purchase of adequate IT equipment for hybrid Trust Board meetings going forward.

Trustees indicated they were content for all committee meetings to continue to be held virtually; and for all Trust Board meetings to be held in a hybrid manner subject to the use of adequate and efficient IT equipment.

ACTION 9: For the CS/Clerk to TB to contact the new Trustee and set up Doodle Polls in relation to possible start times for all governance meetings; and to liaise with the Trust IT Lead regarding the purchase of adequate IT equipment.

RESOLUTION: To approve for Dr Stephen Hopkins to continue in the role of Chair to TB and for Trustee Jo Slesser to take over the role of Vice Chair to TB for academic year 2023-24.

18. TRUSTEE TRAINING- FOR INFORMATION

The Chair to TB advised that the DDOG is producing a training offer for Trustees and LSBs.

The DDOG confirmed the development of a training padlet which will be presented to the Board at their first meeting in September 2023.

Training modules are categorised in three different sections (Induction, Mandatory and Recommended); modules are in-house, and NGA based.

Trustees and LSB members are to inform their respective Clerks on completion of training, Clerks will keep a record of all training undertaken.

Trustees indicated they were content with the above.

19. CLERKING MATTERS

The CS/Clerk to TB advised Trustees that the link to the electronic Declaration of Pecuniary Interest form would be sent electronically the following day. She encouraged all present to complete and submit this form as soon as possible.

20. REVIEW OF MEETING AND CHAIR'S CLOSING REMARKS

The Chair to TB praised the good work and the assurances received tonight and confirmed that the meeting had aligned with the CIT values.

He thanked all Trustees but in particular Committee Chairs, the CEO, and the ELT for their work and good partnership.

Trustees thanked the CS/Clerk to TB for her work in relation to all governance meetings and the Governance Development Day held on June 30th, 2023.

The DDOG reminded FA&E Committee members regarding the open Onboard approval in relation to the groundwork at St Paul's Primary (Car park and internal remodelling works) as detailed on the relevant Resolutions Cover Sheet. He requested for all votes to be placed by no later than July 20th due to the tight schedule for the completion of this project.

FA&E Committee members resolved to approve, unanimously, the St Paul's Primary Car park and internal remodelling works as presented and detailed in the RCS uploaded to the Onboard portal for FA&E Committee approval. It was also agreed for the current Onboard approval to be closed as a decision had been made at this meeting.

RESOLUTION: To approve, unanimously, the St Paul's Primary Car park and internal remodelling works as presented and detailed in the RCS uploaded to the Onboard portal for FA&E Committee approval.

It was also agreed for the current Onboard approval to be closed as a decision had been made at this meeting.

Meeting closed at 7:20pm.