

INDEPENDENT PROFESSIONAL CLERKING SERVICES

The Board of Directors of St Cuthbert's Roman Catholic Academy Trust

Minutes of a meeting of the Board of Directors
held at St Mary's College on 14 July 2022 at 5.00pm

PRESENT: Mr P Fearnley, in the Chair,
Mr I Appleyard, Mrs L Dyas, Mr G Fitzpatrick, Mr M Gallagher, Mr D Holtby,
Reverend W Massie, Ms J Moxon, Dr M Nolan

IN ATTENDANCE: Mrs K Siedle, Chief Operating Officer, Primary
Mrs S Teasdale, Chief Finance Officer
Mr C Duff and Mr R Lewis, RSM (remotely, for minute 724)

GOVERNANCE PROFESSIONAL: Mrs M Gibson, Independent Professional Clerking Services

720 OPENING PRAYER. Mr Fitzpatrick opened the meeting with a prayer.

721 APOLOGIES. Apologies for absence were received from Mrs Macdonald and Mr Sargeant; apologies for lateness were received from Reverend Massie.

RESOLVED: that consent be given to the absence of the above named Directors.

Mr Appleyard was welcomed to his first formal meeting and introductions were invited.

722 DECLARATION OF INTERESTS. No declarations of interest were presented, in addition to those already submitted.

The Chair agreed that, due to the full agenda, policies for review be considered as the next item to allow time for comments and questions.

723 POLICIES FOR REVIEW.

Safeguarding policy – had been reviewed and amended to reflect statutory changes to ensure full compliance from September 2022. The COO advised that the policy was regularly reviewed, and the changes made were a legal requirement.

Directors asked how often policies needed to be reviewed. In response, it was explained that the safeguarding policy was reviewed at least annually; other policies at least every two years or earlier if changes were required.

RESOLVED: i) that the safeguarding policy be approved, as presented.

RSE policy – there had been no changes made to the policy since it was last presented.

The COO advised that staff had been consulted and agreed that the policy be unchanged; it would be reviewed again in summer 2024.

In response to a point for clarification, the COO confirmed that the policy was compliant with DfE and CSE requirements.

RESOLVED: ii) that the RSE policy be reaffirmed.

iii) that the RSE policy be reviewed again in summer 2024.

Mr Duff and Mr Lewis joined the meeting.

724 BOARD ASSURANCE FRAMEWORK. The CFO advised that the risk management policy had been reviewed and it was the responsibility of the Risk and Audit Committee to ensure all areas were covered. She expressed hope that the presentation would provide clarity and focus for Directors.

Mr Duff and Mr Lewis delivered a presentation on the Assurance Framework for Trust Governance, copies of which had been circulated in advance of the meeting. Key points were highlighted:

- How to use the Framework – 20 elements which include questions and descriptors
- What is risk? What actions can be taken to remedy the risk?
- The importance of managing risk

Reverend Massie joined the meeting.

- Four areas of involvement: identify, measure, proportion and resources
- It was the duty of Directors to obtain assurance against risk
- Processes applied and embedded could save money and develop opportunities for growth
- Benefits of 'getting it right' – could prevent the Trust from achieving strategic aims
- Everyday risks were equally important
- Risk management cycle – manage or accept
- Need to understand risk scoring method to identify high risk areas
- Controls needed to be in place, evidenced and understood
- Actions to address high scoring risks should have an owner to report on progress
- The Board Assurance Framework was an extension of the risk register
- Three lines of assurance: function, organisation, independent – need to establish the level of assurance sought

Key areas of the Framework:

- The success of controls helps to manage the risks
- Provides visibility of how often controls are reviewed
- Reports can be generated to identify key risks based on the needs of the organisation
- Risks can be reviewed to reflect levels of assurance
- Keep it simple 'what keeps you awake at night' – focus on the right risks

What are the benefits:

- Better management of resources

The CFO advised that the Risk and Audit Committee would ensure the Framework was maintained in the way described although thought needed to be given to how the key areas would be disseminated to operational teams.

Mr Lewis stated that processes needed to be embedded although he would consider how this could be incorporated into the audit next year.

Mr Duff and Mr Lewis were thanked for their informative presentation and left the meeting.

The Chair reminded the Board that governance should focus on strategic not operational issues. He added that assurance needed to be given by leaders and tested by members of the Audit and Risk Committee. This needed to be achieved without undermining the core purpose of the Trust.

The CFO advised that the Framework would support development of the Board but needed to be introduced in a way which was relevant and beneficial.

Directors asked if there was a legal requirement to undertake risk assessment to the level suggested. In response, it was explained that it was for health and safety however, other areas it was recommended although this could change.

The CEO stated that the Framework covered areas already scrutinised in different ways. He expressed concern that 'governors' were asked to seek assurance on a vast range of areas with no reference to individual capability or capacity.

Directors acknowledged the enormity of the task and agreed this needed to be carefully crafted and balanced, especially in terms of time allocated.

The CFO drew attention to the risk register, copies of which had been circulated in advance of the meeting. She stated this would be a more useful tool to address 'real life' issues. She added that areas had not been scored as Directors would be invited to provide their views.

Directors asked leaders what they considered to be the key risks to the organisation. In response, it was explained that funding and balancing the budget for the future was a serious area of concern; all other risks could be resolved.

The CEO concluded that systems were in place to monitor and evaluate performance against trust objectives. Professional leaders continued to question all areas (challenge and check); uncertainty and risk were apparent daily over a range of areas however, systems were designed to provide assurance, but it needed to be accepted that sometimes, things did go wrong. He acknowledged that Directors' role was to receive external assurance; this needed to be balanced and assured by the right people.

725 MINUTES OF THE LAST MEETING.

RESOLVED: that the minutes of the meeting held on 31 March 2022 be confirmed as a correct record and signed by the Chair.

726 MATTERS ARISING FROM THE MINUTES.

Committee Membership (minute 701 refers).

A proposal was presented for Mr Appleyard to be appointed to the Finance and Assets, and Risk and Audit Committees.

RESOLVED: that Mr Appleyard be appointed to the Finance and Assets and Risk and Audit Committees.

727 MINUTES OF COMMITTEE MEETINGS.

RESOLVED: i) that the minutes of the following meetings be received for information:

Finance and Assets Committee meeting held on 19 May 2022.
Audit and Risk Committee meeting held on 19 May 2022.
Curriculum, Teaching and Learning Committee meetings held on 24 March and 7 June 2022

ii) that the minutes of the following meetings be received at the next meeting:

Finance and Assets Committee meeting held on 7 July 2022.
Audit and Risk Committee meeting held on 7 July 2022.

728 MATTERS ARISING FROM THE MINUTES. There were no matters arising.

729 REPORTS FROM TRUST LEADERS. The CEO drew attention to the Headteacher reports and the Chaplaincy report, copies of which had been circulated in advance of the meeting.

Trust Expansion – this was recorded under Part B (minute 738 refers).

Directors conveyed thanks for the informative report and commended the ongoing work. The CEO concluded that leaders were very excited for the challenges the new year would present and the potential for everyone to be together on the first day of the autumn term.

730 2022/23 BUDGET. Directors were asked to approve the 2022/23 budget, which had been scrutinised in detail and recommended by the Finance and Assets Committee.

It was noted that the committee had received details of the three year cycle for current schools and a proposed consolidated forecast for the expanded trust. The consolidated forecast was subject to change as not all information had been made available. This had been presented as an indicator and would not be submitted to the ESFA.

The CFO explained that the financial position for the existing trust was comfortable with a balanced position for years 1 and 2 and a small deficit for the third year. All known assumptions had been accounted although supplementary income not confirmed, had not been included.

The Chair provided an overview of the discussions at the committee meeting held on 7 July 2022. He stated that Directors had sought and received assurance on the current position and had been satisfied with the information presented.

The CFO advised that work was ongoing to address the recommendations in the SMRA report; this would continue to be monitored by the committee.

The Chair reiterated the recommendation of the committee to approve the 2022/23 budget for the current trust and thanked the Finance Team for their sterling work.

RESOLVED: that the 2022/23 budget be approved, as presented.

731 TRUST GOVERNANCE.

- i) Directors received for information, minutes of Cluster Board meetings:

Cluster 1 – 17 March 2022
Cluster 2 – 24 March and 16 June 2022
Cluster 3 – 24 March 2022
- ii) Directors noted that Mr Gallagher, Foundation Director, would reach the end of his term of office on 31 August 2022; the diocese was dealing with his reappointment.
- iii) Directors received a report from Mrs Dyas which outlined areas of focus and suggested questions when visiting schools.
- iv) Training – Directors asked that Mr Turner issue guidance on the requirement for safeguarding training and clarify the courses available.

RESOLVED: that the CFO ask Mr Turner to circulate information on available training for safeguarding for Directors.

- v) The Chair reported that he continued to meet weekly with the CEO.

732 DATE AND TIME OF NEXT MEETINGS.

RESOLVED: that dates and times of meetings be confirmed by the CFO and Governance Professional and circulated before the end of the summer term.

ANY OTHER URGENT BUSINESS.

Mrs Siedle left the meeting.

733 IT PROCUREMENT. The CFO presented a proposal to develop the IT infrastructure to provide a consistent service and enhance the digital strategy across the Trust. The project would focus on five areas:

1. refresh all AV equipment
2. provide new devices to all staff
3. teachers, support staff and central staff to be issued with bespoke devices to allow them to work in a more effective way, including remote working access

Mrs Siedle re-joined the meeting.

4. improve software
5. improve infrastructure including filters and increase cyber security

The proposed improvements would require additional investment which had been included in the budget over the next six years @ £150,000 each year. The investment would place the Trust in the forefront of digital strategy.

Directors asked how the proposal would specifically raise standards especially for disadvantaged students. In response, the CFO explained that the plan would be to provide St Mary's College students with their own devices; very few schools had achieved this without asking for parent contributions.

Directors questioned the equality of provision across the Trust. In response, Directors were reminded of the investment in primary IT over recent times; this had provided devices on a two to one ratio; it was aimed to extend this to the new primary schools. The biggest challenge would be to include St Augustine's although work would be undertaken to harmonise the infrastructure in the future.

Directors asked how students who had no internet access at home would be supported. In response, it was explained that the Pastoral Team had identified gaps in access during lockdown. These had been, and would continue to be, addressed as appropriate to provide equality of access.

Directors expressed concern at the security of the devices, especially if they would be regularly removed off site. In response, the CFO stated that the devices would remain the property of the Trust and conditions would be imposed in terms of protocols and usage.

The CFO reported that this would be a huge investment; costs had been generated using the DfE Framework for procurement and was compliant in terms of best price on the market.

Directors questioned the impact additional devices on the scale proposed would have on energy costs. In response, it was reported that the majority of devices would be chrome books and would expect these to be charged up off-site. Contingency arrangements would be in place for lost, stolen or forgotten equipment and Pastoral Teams would support students to care for their device.

Directors asked if adaptations would be made for SEND students. In response it was explained that adaptations had been investigated and the SENDCO had been fully supportive of the proposal.

Directors expressed concern at the potential to increase screen time for students. In response, it was explained that technology would be integrated into learning. Consideration would be given to health and well-being and Heads of Faculties had been asked to explain how the proposal would enrich their offer. The proposal sat within delivery of the curriculum and ethics of digital literacy and these discussions would continue, especially in relation to screen time management. There would be specific times during PE and performing arts when use of devices would be minimal. The CEO emphasised that the issue of personal devices would not result in five hours each day in front of a screen.

Directors asked if other trusts provided a similar offer. In response, it was suggested that although others did, parents were expected to make a financial contribution.

Directors questioned how future refresh of equipment would be managed if all equipment was purchased at the same time. The CFO advised that it was intended to purchase the equipment via a lease agreement; this would be renewed at the end of the cycle, provide a flexible approach to replacement and allow better budget planning.

Directors were informed that some staff were currently working with equipment which was 8 years old+; this was not efficient from any perspective and the whole infrastructure had been slowed down to accommodate.

Reverend Massie left the meeting.

Virus protection and parental control would be managed via the college system. Old devices which were usable would be transferred to the primary schools to improve the equipment to pupil ratio.

The CEO commented that Directors needed to be assured that the significant investment would improve teaching and learning and would not be disruptive.

Directors sought clarification on opportunities for staff to be trained to use the equipment. In response, it was reported that the CPD commitment would be significant and given a strong platform throughout the year. Training on the technical aspect would be introduced in a staged way; there was no intention to overload students or staff. Heads of Faculty would be trained to lead and introduce changes once they had identified how the curriculum could be advanced. It was anticipated a full day would be allocated to staff training at the start of the autumn term; this needed to be planned.

In response to further questions relating to the impact on learning, it was explained that views would be sought from Heads of Faculty on how technology would be used in their area. The English team had already expressed their intention for students to continue to write in books; there would need to be a balance of use across all areas based on subject disciplines.

The CFO concluded that in addition to financial savings, which had already been identified, there would be a positive impact on staff well-being and workload. The proposal would build on the post-Covid momentum as staff had witnessed the benefits of using reliable, digital equipment.

The COO(P) pointed out that expectations of staff during Covid had extended in primary schools to ensure the curriculum was delivered.

- RESOLVED:
- i) that approval be given to the proposal to purchase IT equipment as described.
 - ii) that there be agreement in principle to an additional INSET day in September 2022.

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Signature of Chair

ACTION

| Minute No. | Action | By Who | By When |
|---------------------------|---|--|------------------|
| 723(iii) | RSE policy to be reviewed in summer 2024 | Agenda – Governance Professional | Summer 2024 |
| 726 | Mr Appleyard appointed to Finance and Assets, and Audit and Risk Committees | Update records – Governance Professional | 25.08.22 |
| 727(ii) And 736(ii) | Minutes from committee meetings held on 7 July 2022 to be received at the autumn term meeting | Governance Professional | Autumn term 2022 |
| 731(iv) | Mr Turner to be asked to circulate information on safeguarding training | CFO | 25.08.22 |
| 732 | Circulate dates once agreed | Governance Professional CFO | 25.08.22 |

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PART B - NOT FOR PUBLICATION

Confidential items covered by the Articles of Association