

INDEPENDENT PROFESSIONAL CLERKING SERVICES

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

Minutes of a virtual meeting of the Board of Directors
held on 1 October 2020 at 5.00pm

PRESENT: Mr P Fearnley, in the Chair,
Mr C Cuthill, Mr M Davidson, Ms R Dex, Mr K Duffy, Mrs L Dyas,
Mr M Gallagher, Reverend W Massie, Mr J Sargeant, Mrs A Ward,

IN ATTENDANCE: Mr G Fitzpatrick, Chief Executive Officer,
Mr D Perry, Head of School, St Mary's College
Mrs K Siedle, Chief Operating Officer (COO) Primary
Mrs S Teasdale, Chief Finance Officer

CLERK TO THE DIRECTORS: Mrs M Gibson, Independent Professional Clerking Services

563 OPENING PRAYER. Reverend Massie opened the meeting with a prayer.

564 APOLOGIES. Apologies for absence were received from Mr Davison.

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

565 DECLARATION OF INTERESTS. Directors were asked to complete declaration of interest forms and to confirm their eligibility to hold office.

566 MINUTES OF THE STRATEGIC COMMITTEE MEETING.

RESOLVED: that the minutes of the Strategic Committee meeting held on 24 September 2020 be received for information.

567 MEMBERSHIP. The Clerk advised that following discussion with the diocese, the discrepancy relating to end of office dates for Mr Davidson, Reverend Massie and Mrs Ward had been resolved.

568 COMMITTEE STRUCTURE. Directors were asked to approve a recommendation from the Strategic Committee to make no changes to the committee structure.

RESOLVED: that the committee structure be unchanged as follows:

ADMISSIONS COMMITTEE

Quorum 3

Membership

Mr Cuthill
Mrs Ward

Reserve: Reverend Massie

Clerk: Mrs Killen

Committee chair: to be elected at each meeting.

Meetings to be held during the school day and convened as required

Terms of Reference

To consider applications for admission to all schools across the Trust, in accordance with the admissions policy adopted by the Trust Board.

Approval of the admissions policy

APPEALS PANEL

Quorum: 3

Membership

Not less than three eligible Directors

Clerk: Mary Gibson, IPC Services

Chair: to be elected at each meeting

Meetings to be held during the school day and convened as required

Terms of Reference

To consider and decide on any appeals against the decisions of Committees of the Board or the CEO

FINANCE, AUDIT AND CAPITAL ASSETS COMMITTEE

Quorum: 3

Membership

Mr Fearnley (chair)

Mr Davidson

Mr Davison

Ms Dex

Mrs Dyas

Mr Gallagher

Clerk: Mary Gibson, IPC Services

Chair: to be elected by the Board at the first meeting of the academic year

Meetings to be held after school each half term

Terms of Reference

CAPITAL AND ASSETS

- To monitor the use of the Trust's capital funding, with due reference to the agreed selection criteria.
- To maintain oversight of premises issues, including capital investment, facilities management and community use.
- To ensure the implementation of a rolling programme of repairs and maintenance across all sites, based on identified priorities.
- To make the best use of the Trust's capital assets.
- To insure the buildings.
- To prepare and keep under review the health and safety policy.
- To monitor and evaluate the implementation of the health and safety policy and intervene where necessary.
- To ensure compliance with health and safety legislation and best practice, including monitoring accidents and near misses.
- To monitor Trust-wide ICT provision.

FINANCE

- To ensure the financial sustainability of the Trust.
- To consider indicative funding, notified annually by the EFA, and to assess its implications, drawing any matters of significance or concern to the attention of the Board of Trustees.

- To monitor and review expenditure on a regular basis and ensure compliance with the overall financial plan for the Trust, the financial regulations of the EFA and the Academies Financial Handbook, drawing any matters of concern to the attention of the Board of Trustees.
- To report to the EFA as required.
- To prepare the financial statement to form part of the annual report of the Board of Trustees, for presentation to members and filing in accordance with Companies Act and Charity Commission requirements.
- To recommend a formal budget plan for each financial year, for approval by the Board of Trustees.
- To receive and make recommendations on broad budget headings and areas of expenditure to be adopted each year, including the level and use of any contingency fund or balances, ensuring the compatibility of all such proposals with the development priorities set out in the development plan.
- To monitor school level budget planning and expenditure.
- To ensure funding received is used in accordance with guidance received.
- To report financial irregularities to Members.
- To agree contracts or other binding agreements, in accordance with adopted policies and procedures and in line with delegated levels of expenditure: Trust Board £##; Committee £##; CEO £##. *Refer to finance handbook
- To make payments in accordance with adopted policies and procedures and in line with delegated levels of expenditure: Trust Board £##; Committee £##; CEO £##. *Refer to finance handbook
- To liaise with and receive reports from committees, as appropriate, and to make recommendations to those committees about the financial aspects of matters being considered by them.
- To approve/recommend for approval policies and procedures relating to financial management.
- To approve the scheme for paying governors' expenses.

AUDIT

- To advise the Board on the adequacy of internal controls and value for money systems.
- To review financial statements and reports and highlight any significant issues to the Board of Trustees.
- To monitor and review the effectiveness of financial procedures, controls and internal audit and, where appropriate, make recommendations for improvement. To review risks to internal financial control and agree actions to address those risks.
- To recommend to the Board the appointment of the external auditors.
- To recommend to the Board the programme of independent checks on financial controls and systems.
- To receive auditors' reports and to recommend to the Board action as appropriate in response to audit findings.
- To ensure all relevant reports and management letters are responded to effectively and in a timely manner.
- To keep under review the whistleblowing policy and ensure allegations of fraud or irregularity are investigated.
- Ensure a register of business interests is maintained.
- To ensure the Trust meets the requirements of Data Protection and Freedom of Information legislation.

HUMAN RESOURCES COMMITTEE

Quorum 3

Membership

Mr Cuthill
Ms Dex
Mrs Dyas
Reverend Massie
Mrs Ward

Clerk: Mary Gibson, IPC Services

Chair: to be elected by the Board at the first meeting of the academic year

Meetings to be held during the school day termly

Terms of Reference

- To oversee payroll and pensions provision.
- To determine and monitor the implementation of recruitment and retention processes, including DBS and other employment checks.
- To determine dismissal payments and agree early retirements in line with the Academies Financial Handbook.
- To agree general employment terms and conditions (not an individual's pay/package) in line with adopted policies.
- To dismiss / suspend CEO/COO.
- End suspension of CEO/COO.
- To ensure the effective management of sickness absence, including the provision of effective occupational health services.
- To establish the Trust-wide code of conduct for staff.
- To co-ordinate director training and development.
- To make decisions in relation to staff pay, in accordance with the agreed Pay Policy.
- To implement the appraisal and capability process in relation to the CEO.
- To review and recommend for approval statutory, mandatory and ad-hoc policies in relation to all aspects of school life except those relating to financial management (considered by FCA Committee).

PUPIL / STUDENT EXCLUSION COMMITTEE

Quorum: 3

Membership

Clerk: Mary Gibson, IPC Services

Chair: to be elected at each meeting

Meetings to be held during the school day and convened as required

Terms of Reference

To consider permanent exclusions and fixed period exclusions exceeding 15 school days per term.

To direct reinstatement of a pupil/student.

CURRICULUM, TEACHING AND LEARNING COMMITTEE

Quorum: 3

Membership

Mr Davidson

Mr Duffy

Mrs Dyas

Mr Gallagher

Reverend Massie

Mr Sargeant

Mrs Ward

All Directors to be invited

Clerk: Mary Gibson, IPC Services

Chair: to be appointed by the Board at the first meeting of the academic year

Meetings to be held during the school day each half term

Terms of Reference

- To ensure statutory requirements are met.
 - To approve the curriculum.
 - To evaluate the impact of the curriculum.
 - Ensure provision for sex and relationships education.
 - To closely monitor and evaluate standards and achievement, including quality of teaching.
 - To approve challenging school-level progress targets.
 - To evaluate Trust-wide standards and progress for all cohort groups.
 - To establish and keep under review academy behaviour policy for pupils.
 - To monitor the impact of the academy behaviour policy for pupils.
 - To approve times of the school day and term dates.
 - To consult annually before agreeing admissions policy.
 - To deal with complaints against the Trust in accordance with the agreed policy.
 - To consider the Trust's obligations in relation to all aspects of safeguarding, including child protection, safer recruitment and e-safety.
 - To make recommendations in relation to safeguarding practice/ provision.
 - To evaluate the impact of the improvement plan and overall school performance, including standards and achievement.
 - To oversee the management of and evaluate the effectiveness of the Teaching School and Health Academy.
 - Monitor chaplaincy provision throughout all trust schools.
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STRATEGIC COMMITTEE

Quorum 3

Membership

(Chair, Vice Chair and Chairs of Committees)

Mr Davidson

Mr Davison

Mrs Dyas

Mr Fearnley

Clerk: Mary Gibson, IPC Services

Chair: Chair of the Trust

Meetings to be held after school each term

Terms of Reference

The committee is delegated to make decisions in line with the governing body's scheme of delegation To plan work of the Trust Board and Local Boards in accordance with identified priorities.

- To monitor and evaluate the Trust's business strategy and plan.
- To monitor strategic business risks and opportunities, informed by the ongoing review of the risk register.
- To approve applications for additional grant funding to support development of the Trust.
- To make recommendations in relation to tendering and procurement policy and practice.
- To approve the Trust's marketing strategy, including corporate branding.
- To approve corporate events and conferences.
- To include legal disclosures on the corporate website.
- To contribute to the formulation of the Trust's development plan, through the consideration of financial priorities and proposals.
- To review annually (in the Summer term) the scheme of delegation, for approval by the Board and Members.

569 SCHEME OF DELEGATION. Directors were asked to approve a recommendation from the Strategic Committee to make no changes to the Scheme of Delegation.

RESOLVED: that the recommendation not to make changes to the Scheme of Delegation be supported.

570 CLUSTER BOARDS.

Directors noted comments relating to vacancy levels and the potential to review the constitution and role of the Cluster Boards to ensure they were fit for purpose and operated in line with recently communicated requirements of the diocese.

Directors were asked to approve nominations from the Strategic Committee for appointments as chairs of the Cluster Boards.

RESOLVED: i) that the recommendations for Chairs of Cluster Boards be approved as follows:

- Cluster 1 – Reverend Massie
- Cluster 2 – Mrs Ward
- Cluster 3 – Mrs Ward

ii) that the proposal to review the constitution and role of the Cluster Boards be supported.

571 REPORTS FROM TRUST LEADERS.

Re-opening of Schools

Directors' attention was drawn to the minutes of the Strategic Committee meeting which detailed arrangements for re-opening across all stages.

The Head of School reported that overall attendance was good, and scenarios were being addressed as they arose.

Mr Duffy joined the meeting.

The COO(P) reported that there were areas of staff absence due to awaiting Covid test results. She drew attention to the contingency plans, copies of which had been circulated in advance of the meeting, and advised that they would be applied consistently across all settings with the exception of specific elements which had been personalised to meet the needs of the locality.

The COO(P) commended the support received from the chaplaincy team which had allowed assemblies and collective worship to be conducted virtually. She advised that the most difficult aspect of the current situation was not to allow the open door policy usually in place for parents. Options for celebrating harvest in a more open way were being explored.

Directors commended systems and processes in place which had allowed students, pupils and staff to return safely.

The Head of School reported that one positive case of Coronavirus had been identified earlier in the week. Appropriate action had been taken and a small group of Sixth Formers had been required to isolate. Dealing with the case had been a learning experience; staff and students had responded well and there had been minimal impact on the college.

Directors asked if concerns had been expressed by parents and if so, how had they been addressed. In response, the HoS advised that a number of queries had been received, these had all been dealt with appropriately. He concluded that overall, the situation had been dealt with relatively well by all involved.

Outcomes

The CEO reported that under normal circumstances a full presentation would be delivered on outcomes for all key measures. The exceptional way in which outcomes for 2020 had been determined would be presented in detail to the Curriculum, Teaching and Learning Committee later in the term (5 November 2020). It was stated that year on year and cross organisation comparisons would be meaningless, although information presented to the committee would demonstrate the robustness and accuracy of internal systems.

In terms of planning for examinations for 2021/22, the CEO advised that work was ongoing to restore the smooth operation of schools. It was expected that a plan to address key priorities across the trust would be presented at the next meeting on 10 December 2020. In the meantime, it was crucial to ensure students and staff remained in school for as much time as possible.

Directors asked how planning would be affected by suggestions examinations for 2021 be cancelled. In response, the CEO advised that schools would continue to perform as normal; this would include provision of a robust system for central assessment. It was expected that examinations and assessments would be reviewed if schools/bubbles continued to close at current levels.

In response to a suggestion that examinations could be deferred to August 2021, the CEO stated that this would need to be avoided due to associated complexities; it was likely the professional organisations would have a view on this.

St Mary's College Expansion

The CFO reported that work was on schedule for handover on 28 October 2020. The CEO had toured the site and further tours were planned over the next few days.

The car park/bus loop improvements had been completed; this had significantly improved safety, particularly at peak times. Eight temporary classrooms had been positioned and successfully integrated.

Directors asked if the suggested half term lockdown would impact on the handover date. In response, the CFO advised that it would be very difficult to predict the impact without understanding the restrictions imposed however, if full lockdown was initiated, there would be a delay equivalent to the period of time contractors were unable to work.

Directors sought clarification on the whereabouts of the memorial tree which had been uprooted due to the work. In response, the CFO confirmed that all artifacts which had been disturbed, including the tree, would be re-sited; the tree would be replanted during the autumnal planting cycle.

Compliance with Statutory Deadlines

The CFO reported that all statutory deadlines had been fully complied with. She advised that the budget forecast return had been submitted on 17 August 2020; this had been in advance of the original and extended deadlines.

The CFO presented an overview of budget reserves highlighting that in view of the size of the budget, the position remained relatively healthy.

Directors commended the incredible amount of work undertaken by senior leaders and staff to provide a safe environment for students and pupils across all eight schools whilst dealing with and meeting other challenges and deadlines.

572 KEEPING CHILDREN SAFE IN EDUCATION.

Directors were asked to confirm they had read and understood updated guidance (the link to the document had been circulated with the agenda for reference).

573 ACADEMIES FINANCIAL HANDBOOK.

A link to the summary of changes had been circulated with the agenda for reference. Details of the implications for the Trust would be considered at the next meeting of the Finance, Audit and Capital Assets Committee.

The CFO reported that the Trust was fully compliant in all areas and the Accounting Officer continued to be responsible for propriety regularity and a report was presented at each meeting of the Finance, Audit and Capital Assets Committee.

Directors were asked to note that the CFO was suitably qualified to hold the role and supported by Mr Rookes (FCCA).

In terms of internal scrutiny, Directors were reminded of discussions held at the last meeting relating to the revised internal scrutiny programme and a review of posts to ensure sufficient resources were in place.

It was pointed out that although the constitution and terms of reference for the Finance, Assets and Audit Committee were compliant with current guidance, plans were in place to create a separate Audit Committee at the most appropriate opportunity.

574 DATE AND TIME OF NEXT MEETINGS.

It was reported that arrangements for meetings would continue to be reviewed.

RESOLVED: that dates and times of meetings be confirmed as follows:

Autumn Term 2020

Finance, Audit and Capital Assets Committee:	22 October 2020 – 5.00pm
Curriculum, Teaching and Learning Committee:	5 November 2020 - 1.00pm (tbc)
Human Resources Committee:	19 November 2020 – 1.30pm(tbc)
Finance, Audit and Capital Assets Committee:	3 December 2020 – 5.00pm
Board meeting:	10 December 2020 – 5.00pm

Spring Term 2021

Strategic Committee:	7 January 2021 – 5.00pm
Finance, Audit and Capital Assets Committee:	21 January 2021 - 5.00pm
Curriculum, Teaching and Learning Committee:	23 February 2021 - 1.00pm (tbc)
Human Resources Committee:	4 March 2021 – 1.30pm (tbc)
Finance, Audit and Capital Assets Committee:	11 March 2021 - 5.00pm
Board meeting:	25 March 2021 – 5.00pm

Summer Term 2021

Strategic Committee:	15 April 2021 – 5.00pm
Finance, Audit and Capital Assets Committee:	6 May 2021 - 5.00pm
Curriculum, Teaching and Learning Committee:	8 June 2021 – 1.00pm(tbc)
Human Resources Committee:	1 July 2021 - 1.30pm(tbc)
Finance, Audit and Capital Assets Committee:	8 July 2021 - 5.00pm
Board meeting:	15 July 2021 - 5.00pm

Curriculum, Teaching and Learning Committee meeting to be arranged late summer term to receive primary outcomes (date to be set in line with receipt of outcomes)

ANY OTHER URGENT BUSINESS.

575 TEACHING SCHOOL HUB.

The CEO drew attention to the minutes of the Strategic Committee meeting held on 24 September 2020, which detailed discussions in relation to the invitation to apply for Teaching School Hub status. He outlined the process for application, the purpose of the hub and the substantial influence this would allow the organisation to hold in terms of CPD across the region, at all levels. He concluded that if successful, a significant grant would be received to fund development of a strategy for staff development and school improvement across the region.

RESOLVED: that Directors support for the application be noted.

576 DIOCESAN STRUCTURES AND PROTOCOLS.

It was reported that information had been received from the diocese relating to changes of structures and protocols. The information would be reviewed and considered, to identify and evaluate the impact on the Trust.

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Signature of Chair

Minute No	Action	By Who	By When
570(i)	Chairs of Cluster Boards – update records	Clerk	12.11.20
570(ii)	Review of Cluster Boards	CEO/CFO	12.11.20

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PART B - NOT FOR PUBLICATION

Confidential items covered by the Articles of Association

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signature of Chair