

South Bank Multi Academy Trust

Trust Board

Minutes of the Meeting held on Tuesday 19th May 2020

6.00 pm by Video Conference

Present:	Edwin Thomas	Chair of Trustees
	Rob Bennett	
	Michelle Blake	Non-Executive Trustees
	Pat Boyle	
	Jill Hodges	
	Andrea Preston	
	Richard Milner	
Ian Wiggins		
In attendance:	Jo Edwards	Trust Principal
	Michael Gidley	Chief Finance Officer
	Adam Cooper	Deputy Trust Principal
	Sophie Triffitt	Clerk to the Board of Trustees

1 WELCOME, APOLOGIES FOR ABSENCE AND DECLARATIONS OF INTEREST AND CHANGES TO BUSINESS INTEREST FORMS

- 1.1 For the record of the minutes the meeting took place virtually.
- 1.2 The Chair welcomed attendees and explained that the recent COVID-19 crisis had highlighted strengths of the Trust and areas that need focus.
- 1.3 Absence
There were no apologies.
- 1.4 Declarations of Interest (previously issued)
Trustees were asked to inform the clerk of any updates to their Business Interest Forms.

2 MINUTES OF TRUST BOARD MEETING HELD 28 APRIL 2020

- 2.1 The minutes were approved.

3 MATTERS ARISING AND ACTION PLAN

- 3.1 All actions were complete, on the meeting agenda or agreed to be carried forward and the action plan updated.

- 3.2 The Trust Principal had spoken with the Scarcroft Headteacher who clarified that the 'teachers require access to IT equipment' comment related to staff using their own IT equipment and allocating their school laptop to children who needed it for home learning.
- 3.3 The CFO confirmed that potential reduction in the need for wrap around care will be included in the sensitivities for budget setting.

Matters Arising

- 3.4 The Chair reported that a third Trustee to be appointed is available to start. Trustees agreed to appoint Gemma Lowe from September when another Trustee is likely to be appointed.
- 3.5 The Chair informed Trustees that he had received an e mail from Gavin Williamson, Secretary of State for Education, requesting a Zoom meeting on 20th May 2020 with representatives from nine small MATs to discuss educational standards and understand what small Trusts need to run efficiently and responsibly. Trustees agreed this is an opportunity to deliver a small number of clear messages / requests such as; renewed clarity on the academisation policy, financial benefit for academisation and education sector support in light of COVID-19 financial pressures and the impact that will have on the children.

4 TRUST VALUES (PAPER PREVIOUSLY ISSUED)

- 4.1 The Chair shared the Trust Strategy Plan summary and highlighted the 'Autonomy – successful LGBs are given the maximum possible freedom in running their schools' value and the definition of the word autonomy which suggests self-sufficiency.
- 4.2 A Trustee agreed with the value but suggested that how 'maximum possible freedom' has been defined in the past may have granted LGBs freedoms beyond what is reasonable which has not been right for the Trust.
- 4.3 A Trustee suggested the need to capture partnership and collaboration.
- 4.4 A Trustee suggested 'de-centralised collaboration' as a model with local educational excellence within the schools but certain elements and legal responsibilities to sit with the centre in line with expertise and skill sets.
- 4.5 A Trustee noted that the removal of the word autonomy from the values could be a concern for some and questioned if the key discussion is what the Trust should look like and how it should operate.
- 4.6 A Trustee suggested a smaller number of values framed within a larger holistic framework.

5 COVID-19 RESPONSE – ETHOS AND STRATEGY (PAPER PREVIOUSLY ISSUED)

- 5.1 Mr Wiggins reported that there had been mixed feedback including lots of reflection from Chairs, strong messages that some schools do not want more accountability measures from the Trust and positive feedback on the link trustee scheme. In terms of information the Trust is considered most helpful when signposting guidance as opposed to forwarding on significant amounts of information.
- 5.2 There were contradictory messages which suggests a need for clarity on the role of the Trust.

- 5.3 The Trust Principal thanked Mr Wiggins for this piece of work and agreed that there is a need to address the mismatch across the Trust, work on the positive elements and address the areas for development that are hindering collaborative working. There is a need to simplify and clarify to a basic level so expectations are understood and LGBs need to see the purpose of being part of the bigger group.
- 5.4 The Deputy Trust Principal noted that Headteachers are fully accountable to governors and there is a need to develop the link between LGBs and Trust Board and provide clarity on roles and responsibilities.
- 5.5 The Deputy Trust Principal expressed the need for clarity on school opening and the Trust having legal responsibility as unions are telling Headteachers they are accountable.
- 5.6 A Trustee noted the need to maintain momentum and for Trustees to reflect on the feedback and the relationship between LGBs and the Trust to inform how the Trust should look and the defining values and then what structure is needed to support these values.
- 5.7 A Trustee noted that Headteacher Group and Trustee feedback should be sought alongside governor input. Mr Wiggins explained that a lot of feedback reflected conversations with Heads.
- 5.8 **Action:** Issue governor communication that Trustees are reflecting on feedback and are considering how to develop the relationship with LGBs and the Trust and defining what the Trust is delivering for the schools across the Trust.
- 5.9 **Action:** Sketch a Trust structure timeline to ensure consultation.

6 TRUST COVID-19 REOPENING AND PLANNING (PAPERS PREVIOUSLY ISSUED)

- 6.1 The Chair noted the need for clear communication to governors and Heads about how reopening will be managed including risk assessments and decision making.
- 6.2 The Trust Principal reported that development of the COVID-19 Strategy Plan at Headteacher Group was a useful exercise providing the opportunity to share good practice, understand rationales and develop further conversations across the primary and secondary settings.
- 6.3 The Trust Principal referenced the CST decision making framework for Trust Boards and explained that schools are using the North Yorkshire Risk Assessment which is based on this information.
- 6.4 A Trustee asked what the areas of strengths and concerns are at this stage. The Deputy Trust Principal explained that the primary Heads have not developed formal plans due to the ever changing elements and guidance. The CFO reported that a Business Manager Meeting has been held to ensure resources are in place to carry out plans. The Trust Principal explained that schools have never shut and have carefully planned structures, strategies and systems for their schools so practices are in place and are happening. Health and Safety guidance through North Yorkshire and legal guidance is in place. The Trust Principal meets regularly with unions and union reps and understands their concerns but there is a need to obtain information from staff to understand their needs and anxieties.

- 6.5 The Trust Principal strongly suggested the schools do not try to open on 1st June as it will not be confirmed until the 28th May if schools can open on the 1st June.
- 6.6 The Deputy Trust Principal explained the difficulties in planning with no clear information on staff needs and the difference in HR and H&S advice and union guidance.
- 6.7 A Trustee emphasised the importance of having a planning document for a range of possibilities and eventualities so Trustees have sight of a range of reasonable responses for evaluation. Legally the Trust Board is responsible and Trustees would feel more comfortable with initial thinking and a range of options that will narrow as the 1st June draws nearer.
- 6.8 The Trust Principal reassured Trustees that the Trust buy in to H&S guidance.
- 6.9 A Trustee noted that in order to make a decision assurance is needed that risk assessments have been done and asked if Trustees need to take a decision on whether 1st June is too soon to open.
- 6.10 The Deputy Trust Principal explained that Heads review guidance daily and how that can be implemented.
- 6.11 A Trustee emphasised that communication with all stakeholders is key and asked what the latest date of communication is before 1st June if schools will not be open on that date.
- 6.12 The Trust Principal informed Trustees that a message has gone to schools that schools are not expected to open on 1st June, with only three school days left of term time that day would be needed to train staff on procedures. The preference would be to have a smaller number of children in school in the first week and then to build up numbers.
- 6.13 A Trustee was not comfortable that there had been a communication about not opening on 1st June when Trustees should have taken that decision at Trust Board. The Trust Principal agreed that in an ideal world that would have happened but there is a fast flow of guidance and there are only three school days before the 1st June.
- 6.14 A Trustee suggested that the Trust Board need to be agile in this situation to make strategic decisions and a process should be agreed to enable swift decision making.
- 6.15 A Trustee felt that a gradual opening makes sense and asked if a working group of Trustees should be established for quick response to meet the agile and responsive need.
- 6.16 A Trustee noted that the guidance is that children go back to school from 1st June and would feel more comfortable with the proposed phased approach. A lot could change up to 28th May and it seems there is a huge amount of informal planning taking place.
- 6.17 A Trustee suggested that a number of parents will be choosing not to send their children back on 1st June and if the decision is to reopen the proposal to phase return to school and refine practice seems sensible.
- 6.18 A Trustee noted that Trustees need to assess the information and make a decision and, whilst it is understood there will be new information and data that changes the plan, was uncomfortable waiting to plan until the 29th May.
- 6.19 A Trustee noted that despite the union stance for staff not to engage on returning to school schools can still do the right thing and check on the wellbeing of staff. The Trust Principal

noted that there is a big gap of staff not engaging with H&S information gathering and the Deputy Trust Principal reported that he has had a 40% return on the YSAB staff survey.

- 6.20 It was agreed that there needs to be transparent communication with parents that explains the uncertainties and that due to operational factors there may need to be changes to which children can come back to school.
- 6.21 It was agreed that Trustees will have sight of the school Risk Assessments and related assurance procedures and will review the CST framework at a Trust level.
- 6.22 It was confirmed that the CST Framework and NY Risk Assessments should go to LGBs.
- 6.23 A Trustee asked if the Trust will adopt the five ASCL points for reopening which would be going above and beyond the government's criteria. It was confirmed that the ASCL five points are actions to consider rather than tests / criteria and are not being adopted. It was noted that there will be regional level R Rates by 1st June that will need to be considered locally.
- 6.24 A Trustee asked what the position of opening across York was from the York Schools and Academies Board. The Trust Principal explained that YSAB meet three times per week with input from Public Health England, social services and local authority representatives to discuss good practices and challenges. There are also small subsets from the group to discuss good practice and Mr Cooper is part of this group for primary, Mr Burton for secondary and the Trust Principal for unions. The current decision as a city is not to open on 1st June in order to use that date to ensure staff are fully trained and the building is set up properly and to open to Year 10 from 8th June. The next YSAB meeting is on 29th May.
- 6.25 A Trustee asked if the decision not to open on 1st June is a York decision as part of a city wide announcement. The Trust Principal confirmed not, and it is a Trust decision not to open on 1st June due to practicalities.
- 6.26 A Trustee asked if there is a published YSAB decision on openings or if the sub committees are making decisions based on discussion at YSAB. The Trust Principal explained that she is on the YSAB board representing the Trust and YSAB said it would be sensible to have a day with staff to fully understand health and safety requirements therefore 1st June is a training day. YSAB made a recommendation from a group of schools of which the Trust is part of and as a sensible recommendation and Trust Principal has taken this decision as Accounting Officer.
- 6.27 The Trust Principal confirmed that parents are not expecting children to be in school on Monday 1st June and need to be clear on communications with parents that the Trust Board will meet on Friday 29th May in light of government guidance.
- 6.28 A Trustee emphasised the need for planning that has taken place to be reported to Trustees before this meeting for final sign off.
- 6.29 A Trustee asked if risk assessments are being completed by a third party. The Deputy Trust Principal explained that North Yorkshire Health and Safety have provided a template for each school to adapt and make relevant to their school, this will then be submitted back to NY HR for checking. A Trustee noted the importance of getting these risk assessments signed off by an expert body.

- 6.30 Trustees requested that; the approval level being at Trust Board, clarity on which elements of the risk assessment have been quality assured by experts, inclusion of LGB in the cycle, a function for the Trust Board to push the risk assessment process back for review; and clarification in the title that it relates only to risk assessment review process, need to be include in the risk assessment flow chart.
- 6.31 A Trustee noted that Health and Safety and HR policies should be amended to include reference to the priority of keeping staff and children safe in a pandemic situation. The Deputy Trust Principal confirmed this is in place.
- 6.32 A Trustee suggested the need to have a separate decision tree for reopening fed by the risk assessments and CST framework.
- 6.33 The Trust Principal wanted to offer the opportunity for schools to open from 1st June if safe. The feedback for risk assessments will take two days from health and safety and three days from legal and schools need to be flexible. LGBs need to feel included but there is a need to work quickly.
- 6.34 Trustees agreed that they wanted sight of the risk assessments and assurance the CST framework is met and review any elements of the framework flagged as amber.
- 6.35 It was agreed that decision making will be informed by risk assessments at school level (having gone through quality assurance with Health and Safety, Legal, LGB) and the CST Framework at Trust wide level.
- 6.36 A Trustee asked if the Trust have to publish COVID-19 Employer Risk Assessment on the website.
- 6.37 **Action:** CFO to confirm if the Trust have to publish a COVID-19 Employer Risk Assessment on the website.
- 6.38 **Resolution:** Trustees agreed to alter the school opening and closing delegation in the case of wider reopening during COVID-19 as this is a decision for Trustees in line with industry advice and guidance that liability sits with the employer and the legal entity, which is the Trust Board.
- 6.39 **Action:** Chair to communicate with LGBs and Heads that the Trust Board will take the decision on reopening and that Headteacher input, risk assessments and CST framework checklist will inform this decision.
- 6.40 **Resolution:** It was agreed for Trustees to meet on Tuesday 26th May 6pm to review progress, and Friday 29th May 6pm to make a final decision on wider reopening.

7 CAPITAL PROJECTS

APPLEFIELDS ANNEX (PAPERS PREVIOUSLY ISSUED)

- 7.1 The Finance and Audit Committee Chair explained that the Applefields Project at Millthorpe was discussed at committee level. There has been very little documentation, passing of information and communication upwards, and he suggested reviewing the process of the project at a future board meeting.

- 7.2 The CFO explained the project is to house Applefields students on a mainstream site with CYC providing £410k funding and CYC have been liaising with Millthorpe but made no contact with the Trust. The CFO was invited to a project meeting last month but the draft funding agreement had not been signed and there is a lack of clarity over the build contract. There are copies of minutes from a CYC executive meeting confirming funding and confirmation in an e mail from Maxine Squire, Assistant Director of Education, that the project still needs to progress. The JCT contract was sent to CYC and approved. It was advised that the end user lease was not appropriate in this case and a licence to occupy is more appropriate and this is being drawn up for Applefields use and gives the Trust greater flexibility.
- 7.3 A Trustee asked what the risks are of signing a purchase order for £410k without a signed funding agreement. The CFO explained that the key risk is receipt of the funds from CYC to fund the project. The Committee Chair agreed that the unsigned funding agreement is a key risk.
- 7.4 A Trustee raised concern that due process was not followed and fiduciary responsibilities can't be satisfied.
- 7.5 A Trustee asked if there is capacity in Millthorpe to manage this project given the previous discussions on Millthorpe projects.
- 7.6 A Trustee noted that the outcome of the project is to build classroom space for special needs children.
- 7.7 A Trustee was concerned that agreeing the purchase order and works to start without a signed funding agreement is putting the Trust at financial risk and could impact all the children in Trust schools and process needs to be followed.
- 7.8 A Trustee asked what the impact of not approving and reverting to process would be. The CFO explained that there are 12 Year 7 Applefields students allocated to the Millthorpe site for September 2020 and if the classrooms aren't built there will be no space to accommodate them and funding may no longer be available as it needs to be spent by an agreed period.
- 7.9 A Trustee noted that there is a risk that the project costs could increase.
- 7.10 A Trustee was disappointed that the Trust are in this position, this will reflect badly on the Trust. Millthorpe would be surprised that Trustees are considering not signing it off and there had been no input from Millthorpe to support the process of the CFO and Committee chair trying to resolve the situation.
- 7.11 A Trustee noted that there could be a financial, political and relationship risk with CYC of not approving the works.
- 7.12 Trustees raised concern over the actions of Millthorpe and questioned if there is the skillset in school to effectively manage the project.
- 7.13 A Trustee noted that CYC are taking 2.5% for project management and input and questioned why the funding agreement and licence to occupy isn't signed.
- 7.14 A Trustee noted the need to check whether the LGB have effective processes in place and suggested that the Millthorpe earned autonomy needs to be reviewed if that is not the case.

- 7.15 The Trust Principal was concerned of the impact to the relationship with CYC but took Trustees' concerns seriously and whatever decision is made needs to drive resolution.
- 7.16 A Trustee noted that they would not want to approve until the funding agreement and licence to operate are signed.
- 7.17 The CFO explained that to retender could take two to three months.
- 7.18 **Resolution:** Trustees agreed not to approve the commitment to commence works at Millthorpe for the Applefields buildings at this time.
- 7.19 Trustees need assurance that there is LGB scrutiny, that the project can be managed and categorical assurance from LGB there are no more capital projects or anything else the school had not followed due process on. Trustees will not be signing unless there is a licence to operate and confirmation of funding to mitigate financial risk.
- 7.20 Trustees emphasised there is no lack of commitment to support special needs students but the decision is due to a failure in following process.
- 7.21 A Trustee noted the need for there to be full clarity on process across the Trust and to provide the tools to operate within this process.
- 7.22 The CFO noted that there is a capacity issue for capital management in the Trust and at the moment is relying on Business Managers to do this and questioned if they have the skills and experience to do this effectively. The CFO explained that Millthorpe made the Trust aware the project was happening but information was not shared as the project progressed
- 7.23 **Action:** Trust Principal to review process to identify lessons that can be learned and any other necessary steps.
- 7.24 **Action:** Chair of Trustees and Finance and Audit Committee Chair to review what they would want from the LGB and communicate that to them.

ARTIFICIAL GRASS PITCH (PAPERS PREVIOUSLY ISSUED)

- 7.25 The CFO reported that the Project Manager had chased a tender decision today (16.05.20).
- 7.26 Item carried over to the next meeting.

7.27 Agenda items 8, 9, 10 and 11 were carried over to the next meeting.

8 LGB BUSINESS

- 8.1 LINK TRUSTEES (*PAPERS PREVIOUSLY ISSUED*)
- 8.2 MATTERS FROM LGBS
- 8.3 MILLTHORPE REVIEW OF GOVERNANCE (*PAPERS PREVIOUSLY ISSUED*)
- 8.4 LGB APPOINTMENTS AND RESIGNATIONS (*PAPERS PREVIOUSLY ISSUED*)

9 FINANCE MONITORING (PAPERS PREVIOUSLY ISSUED)

- 9.1 RISK REPORTING BY EXCEPTION (*PAPERS PREVIOUSLY ISSUED*)

10 POLICIES

- 10.1 STAFF CODE OF CONDUCT ADDENDUM – USE OF STAFF MOBILE PHONES (*PAPERS PREVIOUSLY ISSUED*)

10.2 VIRTUAL MEETINGS GUIDANCE (*PAPERS PREVIOUSLY ISSUED*)

11 SUCCESSION PLANNING (*PAPERS PREVIOUSLY ISSUED*)

11.1 Trustees were sad to have received the Trust Principal's resignation letter and recognised that her departure would be a loss to the Trust.

11.2 The Trust Principal, CFO and Deputy Trust Principal left the meeting.

11.3 The Chair of Trustees asked Trustees to consider the plan for Trust Principal recruitment.

11.4 A Trustee noted the need to think about the Trust they want and consider finances and structure around the post and possibilities such as a Facilities Management.

11.5 The Chair thanked Trustees for their time and commitment to help the Trust to thrive.

12 ANY OTHER BUSINESS

12.1 There were no items for discussion under AOB.

The meeting closed at 10.18pm.

Meeting Decisions
Minutes & confidential minutes approved.
Alter the scheme of delegation for school opening during COVID-19 as a decision for Trustees
Trustees to meet on Tuesday 26 th May 6pm Friday 29 th May 6pm
Trustees agreed not to approve the commitment to commence works at Millthorpe for the Applefields buildings at this time.

ACTIONS

22nd October 2019

Item	By	Action	Date
6.11	TP	Review website efficiency / commonality across the trust.	Sep 2020
8.2	JH	Schedule a Pupil Premium Link Governor meeting to understand strategies and best practice. Was scheduled for 31 st March but is now postponed	Jul 2020
14.7	Chair	Develop Collaboration Guidance.	May 2020
14.8	TP	Communication Plan to address the high power high impact quadrant to be included in the Strategy Plan. The Trust Principal has applied to the University of York for a suitable intern.	Jul 2020

10th December 2019

Item	By	Action	Date
8.6	Trustees	Revisit the growth strategy at the July meeting, in the context of the Trust's priorities for next year	Jul 2020

4th February 2020

Item	By	Action	Date
6.7	TP	Provide a timetable for a consistent MIS System at the May meeting.	Sep 2020
8.7	Chair	Discussion of the ethos of autonomy to be part of the next away day.	Sep 2020
8.15	Chair	Source training on how to be a good director and asking the right questions.	Jul 2020

17th March 2020

Item	By	Action	Date
18.2	TP	Review what is in place for personal development as part of the performance management process and discuss with the Headteacher Group if changes are needed.	Sep 2020

19th May 2020

Item	By	Action	Date
5.8	Chair	Issue governor communication that Trustees are reflecting on feedback and are considering how to develop the relationship with LGBs and the Trust and defining what the Trust is delivering for the schools across the Trust.	May 2020
5.9	TP	Sketch a Trust structure timeline to ensure consultation.	May 2020
6.37	TP / CFO	Confirm if the Trust have to publish a COVID-19 Employer Risk Assessment on the website.	May 2020
6.39	Chair	Communicate with LGBs and Heads that the Trust Board will take the decision on reopening and that Headteacher input, risk assessments and CST framework checklist will inform this decision.	May 2020
7.23	TP	Review process to identify lessons that can be learned and any other necessary steps.	May 2020
7.24	Chair / R Milner	Chair of Trustees and Finance and Audit Committee Chair to review what they would want from the LGB and communicate that to them.	May 2020

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Chair of South Bank Multi Academy Trust