



The Minutes of the Board Meeting held in the Conference Room at Carre's Grammar School on **Thursday 26 November 2015 at 19.05.**

**Present:** Andrew Hutton (Chairman), Robin Baker, Rachael Hockmeyer, Karen Bradford, Nick Law (Executive Headteacher), Malcolm Robertson, Grahame Killey and Boyd Gilmore.

Also present: Geoff Hewett, Chair of CGS LGB, Jem Green (DF&A) and Debbie Scott (Clerk)

1. AH welcomed all to the meeting, including GH as Chair of CGS LGB.

2. **APOLOGIES** – Debbie Hopkins, Chair of KSHS LGB

3. **DECLARATIONS OF INTEREST - none**

#### 4. CHAIRMAN'S REPORT

AH explained that this meeting had a number of administrative tasks to complete. He reported that the Pay Committee had met and finalised the contracts for the Exec Headteacher and the Head of School at KSHS. It was hoped that the way forward for the Head of School at CGS could be agreed at Christmas for implementation by Easter. In the meantime he thanked NL for continuing to cover the challenge of both roles.

The Trust's Vision was to be debated at the next meeting of the Members, the AGM on 8 December, to which all Trustees and Local Governors had been invited

5. **BOARD MEMBERSHIP** – AH explained that MT had been approached as agreed but after considerable thought she had decided to decline due to business commitments. It was agreed that the vacancy be left at present, until such time as any gap in the Board's skills could be identified, at which point the Trust would seek to fill the vacancy and consider the best way in which to do this.

6. **PAY COMMITTEE** – As above, the Executive Headteacher, Head of School KSHS, Assistant Head KSHS and the new unpaid roles of Associate Assistant Heads at KSHS, were all now in place. It was noted that 14 staff progressions at CGS and 17 at KSHS were agreed, as well as the new structure for the ICT team

As background, NL pointed out that Ofsted would ask how staff performance related to pay and he gave the reasons behind the non-progression of a number of staff, e.g. one had not gained a qualification that was required, one's performance was not up to standard and 2 others had not applied for progression. It was noted that these applications could still be made under the current policy of both schools and still be backdated to 1 September. It was agreed that the policy should be amended in this respect at its next review for implementation from September 2016 (i.e. for Pay reviews autumn 2017) and the required background papers would be standardised across the RCT schools.

NL/DS

#### MINUTES OF THE PREVIOUS BOARD MEETING - 24 SEPTEMBER 2015

It was proposed by RB, seconded by MR and agreed unanimously that the minutes were a true record and they were duly signed.

It was agreed that a link to the previous meeting's draft minutes be added to each meeting pack in GVO. DS

It was noted that Penny Marvin had resigned as Clerk to KSHS LGB. RB/DH to send letter of thanks. The recommendation to the LGB was for DS to take on the role as soon as practicable. RB/DH  
DH/DS

## 7. EXECUTIVE HEADTEACHER'S REPORT

NL referred Trustees to the HT reports to the recent LGBs. A joint SLT meeting had been held that evening and NL had been able to present considerable background to RCT and hopefully engender a positive relationship. He also presented comparative data which, whilst trying to avoid 'them and us' comparisons, illustrated how similar the schools' results were in general. It had been agreed that joint publicity about the Sponsored Walk had been good and would continue, e.g. about Oxbridge University offers; Debbie Collett and Luci Preston were working together on the joint T&L sessions for the January Training Day; and a joint working group on Sixth Form, involving students, had been set up, meeting alternately at CGS and KSHS.

The Executive Head and Head of School were meeting and talking regularly and had formed a positive relationship. The two Chairs of LGBs were organising joint visits to each school. One of these had already taken place.

KB asked about opportunities and timescales for merging Sixth Form courses in future. NL explained that existing courses needed to be honoured, ie those completing summer 2017, but new courses starting in September 2016 could be under different arrangements. The Sixth Form Open evenings had given clear information about RCT and the new arrangements to prospective students and families. It was agreed that the RCT message needs to be publicised more widely now, throughout the school, staff and students and in the wider community. NL

Governors offered NL any support he needed.

## 8. TEACHING & LEARNING, REPORTS FROM LGBs (items 8 and 12 were taken together) DS

It was noted that this had been included on the agenda as a Standing Item to ensure that the Board never ignored the 'product' ie Education, but the reports from LGBs also included would serve to cover that.

GH was keen that the two LGBs should work closely in future for the benefit of the students. He and DH had already met and visited CGS and would be visiting KSHS shortly. Each was also keen to attend the other's LGB meetings where possible and set an example of mutual co-operation.

CGS LGB had received a presentation from the Head of Maths which was very positive, looking forward. A schedule of departmental/subject reviews was planned for future meetings.

Both LGBs agreed that while their focus was holding the School to account for T&L, it was also important for them to be up to date with finance reports to understand resources that could be used. They welcomed the standardisation of data flowing through the structure, both financial and performance. Both felt that the Link Governor roles as suggested by the Board were more realistic than subject links. GH/DH

Trustees felt that while some competition was healthy (between departments, subjects or schools) the main aim should be to harmonise and share.

AH thanked GH for his feedback.

## 9. OPERATION OF THE MAT, THE ARTICLES AND OVERVIEW OF GOVERNANCE DOCUMENTS

AH thanked everyone who had worked on the various different documents, especially RB, NL, JG and DS.

RB explained the new Governance Document and its Appendices; if approved this document would be reviewed annually. He pointed out that the delegations set out would apply to any good or outstanding school in the MAT, but for other schools joining the delegations would depend on their strengths and weaknesses, i.e. their status as defined by Ofsted. He explained that the Scheme of Delegation should be read in conjunction with the senior JDs and NL pointed out that further clarification was needed about financial responsibilities, some of which were covered by the draft Finance Policy (see below).

KB asked about the provision for sanctions in the event of a Trustee or Governor failing to follow the Code of Conduct. It was noted that Article 67A gave the Board the right to suspend Trustees. (DS to add to Key Points)

BG asked that the overview of T&L should come under S&D, without treading on the LGBs' toes.

Copies of the Codes of Practice would be available for signing at the AGM DS

Subject to the following detail, it was proposed by MR, seconded by RH and agreed unanimously, that the Scheme of Delegation and the Governance Document, with its Appendices, be adopted. DS

- a) Governance – roles and duties of Members, Directors/Trustees and Local Governors. It was noted that the EFA had accepted the amendment to the Articles to allow the Members to appoint 9 Trustees (not 7) under Article 50. This would be subject to a formal resolution and the Articles therefore finalised at the Members AGM.
- b) Committee Structure and Terms of Reference – Board Committees, Local Governing Bodies. It was noted that Keith Dolby had formally resigned due to ill health and a Member vacancy now existed.
- c) Appointments to Committees:
  - i. Finance Committee – MR/AH/Roy Ketch/John Boyce/RH/Stephen Oakden/NL (voting)
  - ii. Pay – MR/AH/RB/Roy Ketch/Stephen Oakden (voting).
  - iii. Audit – JG pointed out that this was not compulsory until turnover reached £50m – KB/GH/BG/GT (voting), NL/JG to attend
  - iv. HR – rename as P&W, as concerned with overview of student and staff welfare – BG/RB/NL/GK/RH/Garry Titmus (lead professionals to be Browne Jacobson and Pastoral Heads from each school)
  - v. Strategy & Development – to comprise Chair and Vice-Chair plus Exec Head and DofF, plus any others on an *ad hoc* basis.
  - vi. Health & Safety – NL suggested this would be an internal RCT working group, so delete from this structure. LGBs would have NL

- remit but Board had ultimate responsibility so a standing item H&S report would be on LGBs' and Board's Agendas.
- vii. Panels – minor amendments were agreed, to include identifying points of Appeal.
  - viii. To approve changes to the roles of Governors and Appointment of 9<sup>th</sup> Governor to CGS Local Governing Body. Trustees noted that since their last meeting an election had been held to determine the 2 remaining Staff Governors (Bev Ditton and John Robinson) and GH had volunteered to become a Community Governor leaving Roy Ketch and Ken Pratt as the two Parent Governors. The LGB recommended that MC be appointed to fill the Community Governor vacancy. It was proposed by KB, seconded by RB and agreed unanimously that the changes listed be approved and the decision to appoint MC, if he was willing, be delegated to the Chair (AH).
  - d) Link Governor Roles – It was agreed that the LGBs appoint Link Governors for Curriculum, Pastoral/Safeguarding, Careers (CIEG), Sixth Form, Health & Safety, CPD (staff and Governors)
  - e) Appointment of Board's Link Governors - none

## 10. POLICIES

- i. List of Robert Carre Trust Policies – this was agreed as per the list in Governance Document Appendix C
- ii. Admissions Policies 2017  
NL reported that neither school's Admission Policy had required consultation in this round. CGS, CGS Sixth Form and KSHS Admissions Policies were adopted as RCT Policies.  
The intention was eventually to move towards a single Admissions Policy for the MAT. It was agreed that Locality would continue to be the prime criteria.
- iii. Finance Regulations Policy and Manual – after discussion it was proposed by KB, seconded by RB and agreed unanimously, that the Policy and Manual be adopted as RCT Policy.

## 11. FINANCE REPORTS

### 2014-15 Annual Accounts

JG explained that the Trust had to report annually as a Registered Charity, as a public body and as a Limited Company.

The annual report for KSHS 2014-15 had been circulated and that for CGS was now available. He reported that reserves had increased by £181k for CGS and £96k for KSHS. It was also noted that the pension valuations for both schools (£99k and £77k deficits respectively) were in accordance with national figures and the Government's plan for dealing with the deficits was still not clear but not expected to change.

He explained that the RCT Company was in fact the same company as the former CGS Academy Trust, with a new name, but the same number and so technically the current Board was entitled to recommend that the Members sign off last year's accounts for CGS.

RH and KB conferred and noted that as Members of the former KSHS Academy Trust they could agree the 2014-15 accounts.

As Accounting Officer, NL was entitled to sign both accounts.

Audit – JG explained that the 2014-15 Audit process had been conducted by Duncan & Toplis for CGS and Hobsons for KSHS. It was noted that Members were being recommended to appoint Duncan & Toplis as the Trust's Auditors.

JG/DS

The Auditors had identified a number of issues that have since been resolved including, at KSHS, issues with reconciliations, accounting of travel expenses, the Risk Register updates and lack of evidence about the H&S review.

At CGS, one issue, the appointment of Wivertons to work on the succession test for the land acquisition, had been questioned, despite MR properly declaring his interest and not taking part in the vote. The company should have quoted 'at cost'.

**Carre's Grammar School.** After discussion, it was proposed by AH, seconded by MR and agreed, with four abstentions (RB/RH/KB/GK), that the 2014-15 Accounts for CGS be approved, for signing off at the Members' AGM.

JG/DS

**Kesteven & Sleaford High School.** As Members of the KSHS Academy Trust, with the quorum being 2, RB and RH agreed unanimously that the 2014-15 Accounts for KSHS be approved and they were duly signed off.

JG/DS

### 2015-16 Accounts to Date Report

JG's report had been circulated. He pointed out that in future his monthly reports would go to LGBs and SLTs as well as to the Board.

Reserves – KB asked whether the reserves were invested. JG confirmed and agreed that the funds prematurely withdrawn for the AWPitch would be reinvested until that project was completed.

JG

VAT – JG confirmed that KSHS had been de-registered and RCT was now fully registered for VAT.

(other discussion redacted)

## 12. EDUCATIONAL VISITS – CATEGORY C

### CGS

- i. EV1 Battlefields June 2016 - agreed
- ii. EV1 Berlin March 2016 - agreed
- iii. EV1 St Lucia February 2016 - agreed
- iv. EV6 Cote D'Opale – deferred to next meeting
- v. EV6 Spanish Exchange – deferred to next meeting
- vi. EV6 Dublin Rugby – noted
- vii. EV6 Live and Learn – deferred to next meeting
- viii. EV6 Open Golf– deferred to next meeting

DS/AA

### KSHS

- ix. EV1 Zanzibar – Trustees questioned the rationale of sending a group to Zanzibar, given the current activity of pirates in the area. The organiser was asked to go back to the company for more detail and bring back the EV1 to the next meeting, possibly with an alternative destination. It was felt that the EV3 Risk Assessment should be particularly thorough.

DS/AA/  
CG

## 13. MAT WEBSITE – [www.robortcarretrust.uk](http://www.robortcarretrust.uk)

Trustees had looked at the updated website and thanked Nathan for his work on it. It was suggested that photos and short biographies for each key person should be included.

#### **14. MAT VISION**

AH set out the plan for the Members' AGM.

#### **15. ITEMS FOR THE NEXT AGENDA**

#### **16. DATES (AS PER CALENDAR) FOR FUTURE MEETINGS.**

The next Board meeting was scheduled for Thursday 21 January 2016 at 19.00.

Other meetings:

Members' AGM. All welcome. Tuesday 8 December 2015, 18.30 for 19.00 in The Chill at CGS.

KSHS LGB. Thursday 7 January 2016

CGS LGB. Monday 11 January 2016

Personnel and Welfare Committee Tuesday 12 January 2016

Finance Committee Wednesday 13 January 2016

The meeting closed at 22.05