



The Robert Carre Trust

The Minutes of the Board Meeting held in the Conference Room at Carre's Grammar School on **Wednesday 25 January 2017 at 19.00.**

Present: Andrew Hutton, Robin Baker, Malcolm Robertson, Nick Law (Executive Headteacher), Rachael Hockmeyer, Boyd Gilmore, Leanne Barr and Karen Bradford.

Also present: Rev Philip Johnson, Debbie Hopkins (Chair KSHS LGB), Jo Smith (HoS KSHS), Jem Green (DFA&R), Debbie Scott (Clerk)

1. **WELCOME** – AH welcomed all to the meeting. He advised that he had received a letter of resignation from Grahame Killey and agreed to write to GK on behalf of the Board thanking him for his support

2. **APOLOGIES** - Geoff Hewett (Chairman CGS LGB)

3. DECLARATIONS OF INTEREST

KB advised that she was no longer Chair of Caythorpe Primary School Governors and would complete a new Business Interests Form.

DS/KB

4. MINUTES OF THE PREVIOUS MEETING, HELD ON 21 NOVEMBER 2016

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

Matters Arising:

Apportionment of Sixth Form Costs – JG reported that this had not progressed: NL suggested it be deferred until the whole structure had been reviewed.

H&S Audit – AH to follow up.

AH

Other matters were covered on the agenda.

5. GOVERNANCE

- i. **Skills Audit.** The complete analysis was now available on GVO. DS agreed to draft a summary together with suggestions for training, etc., to remedy any deficiencies.
- ii. **Trustee Resignation.** As above GK's resignation had been received.
- iii. **Local Governor Resignation.** DS reported that Yvette Short had resigned from the KSHS LGB and the process to recruit a replacement Parent Governor had started.

DS

Agenda Items 9 -12 were brought forward

6. (Agenda Item 9) FINANCE

2015-16 – it was noted that Trustees had already agreed the Accounts and Report by email and the documents had been approved by the AGM earlier that evening. It was therefore proposed by KB, seconded by RH and agreed unanimously that the Annual Report and Accounts for the year ending 31 August be ratified.

2016-17

- i. Report to 31 October 2016
- ii. Report to 30 November 2016

Monthly reports had been circulated via GVO

- iii. Report to 31 December 2016

JG reported that the expenditure to date was slightly under budget but still in deficit. The latest report would be available shortly on GVO.

- iv. Bankers and Auditors

MR and JG had met with representatives from Handelsbanken but they were unable to offer any better deal than Lloyds, whilst Lloyds continued to offer free banking. The earlier AGM had agreed to defer the appointment of new Auditors for further investigations as requested by F&R. A decision would be needed by Easter. It was unlikely that any economies of scale cost-savings could be achieved by working with another MAT.

KB asked when a financial plan, including loan structures, would be available for the new site project. JG advised that he and NL were investigating potential grants, and once funding streams were better known and understood a plan would be implemented

7. (Agenda item 10) EDUCATIONAL VISITS

- i. Update on Risk Assessment process (from last meeting) – deferred.

- ii. Category C

CGS – recommended by CGS LGB (11 January 2017) and P&W (by email)

- a) EV3 CGS Portugal April 2017

KSHS – recommended by KSHS LGB (19 January) and P&W (by email)

- a) EV1C KSHS Berlin October 2017

- b) EV1C KSHS Ski February 2018 - tbc

Joint trips – recommended by CGS LGB (11 Jan) and KSHS LGB (19 Jan)

- a) EV1C KSHS-CGS Iceland February 2018

- b) EV1C CGS-KSHS CERN October 2018

In reply to questions, NL and JS confirmed that PP students under 16 were supported on curriculum trips and JS added that the board & lodging costs would be covered whilst the parents would have to pay the rest.

Trustees were particularly pleased to see the joint trips being arranged and after discussion, it was proposed by RH, seconded by RB and agreed unanimously that the above visits be approved.

8. (Agenda item 11) POLICIES

- a) Admissions Policies – CGS and KSHS Amended Policies, RCT Sixth Form Admissions Policy. It was noted that both schools' LGBs had approved their Admissions Policies for 2018-19 after consultation on the amendment to Pupil Premium in the oversubscription criteria. The revised RCT Sixth Form Admissions Policy was now in place. DS was asked to circulate it by email.
- b) Reviewed Policies for adoption as RCT Policies see GVO Policies under development.

None in this cycle

9. (Agenda item 12) HEALTH & SAFETY UPDATE.

The report had been circulated by GVO and considered by both LGBs

10. (Agenda items 6-8 combined) CHAIRMAN'S REPORT, EXECUTIVE HEADTEACHER'S REPORT and PROPOSED GOVERNANCE STRUCTURE

Diocesan MATs and Funding Formula – AH reported that Lord Nash had replied saying that the final decision on schools funding had been delayed to allow further consultation due to its importance. JG advised that under the revised formula the Trust stood to lose around a further £140,000 between the two schools, although there would be some protection in the first year. It was noted that RCT held adequate reserves but these were not inexhaustible; other schools were in even more serious conditions. Lord Nash also commented that the Diocese's desire to maintain its family of schools was understandable.

Resignation – AH advised that, as most people present were already aware, he would be resigning with effect from 31 March 2017 due to work relocation. The election of a new Chair and Vice-Chair would be held at the next meeting. It was noted that RB was willing to stand as Chair for the rest of the academic year and possibly as Vice-Chair for 2017-18, if elected, but that he intended to retire in August 2018.

Infinity – NL and JG's report on their dealings with Infinity (a MAT of two primary schools, formerly known as ISIS Trust) since September had been shared via GVO.

(Discussion redacted)

In summary, Trustees agreed that negotiations should continue, with a view to Infinity joining the Robert Carre Trust with effect from 1 September 2017, provided that the necessary due diligence was undertaken satisfactorily and the non-negotiable issues could be resolved.

Governance – NL's report on the proposed Governance Structure had been based on the recommendations of the DfE paper on MATs (Good Practice and Guidance and expectations for Growth December 2016), his experience and knowledge gained on the Executive Headteacher's Programme, and identified areas for change, e.g., having no members who were also Trustees, and the Executive Head not being a Trustee nor having responsibility for any individual school. He said that he would prefer to stay as a Trustee and, with only two schools, he preferred to continue in the role as head of CGS but accepts that this would possibly not be feasible with more schools. The EH would still attend Board meetings. The LGB focus would still be on standards, i.e., teaching and learning. Committees would be disbanded, apart from the Audit, Finance, Pay & Personnel and Disciplinary Committees, and the work carried out by *ad hoc* Working Groups and Trustees (portfolio holders) with special responsibilities. NL explained that the challenges could be made by Working Groups.

Concern was expressed over the bias of the DfE towards much larger MATs delivering services more akin to the former LEAs and that the responsibilities of a portfolio were not compatible with an unpaid volunteer role.

JG reported that a recent BJ webinar had suggested 20 schools per MAT but it was acknowledged that the numbers quoted kept changing. Trustees also noted that other MATs locally were expanding, e.g. the CofE LAAT and so there would be a decreasing number of schools left to join.

It was noted that MATs were still evolving across the country and some operated 'hub and spoke' structures which enabled them to avoid geographical issues. NL admitted that the portfolio model would be difficult initially, requiring perhaps 1 day per fortnight commitment to being in school, but more use could be made of the lead professionals. The lead professionals would do the work and the portfolio holders scrutinise these, inviting the professionals to the Board as necessary.

Some Trustees also felt that it was helpful to have Trustees who were also Members, to ensure good flow of knowledge, but this could be resolved by the Executive Head and the Chair of the Board attending the Members' meetings (possibly alternating) without voting rights and Members sitting in on Board meetings in the same way that the LGB Chairs had done.

Ideally the Members should have independence but still an understanding of the schools in the Trust.

KB described the 'Strong Leader' model introduced into local authorities about 15 years previously which, after teething troubles, now worked well, moving from the old committee structure to an Executive Board made up of portfolio holders, and a structure of Scrutiny Committees, with the professional employees as links between the levels. She admitted that disadvantages included disengaged back benchers but with smaller numbers involved here, all Trustees would have a clear role.

There was concern among Trustees about the loss of face-to-face interaction at meetings and its value in developing Trustees to take on specific roles. It was suggested that it might prove even harder to recruit Trustees and expect new Trustees to take on such responsibilities especially if they had heavy work commitments, as many of ours currently did.

AH explained that new Trustees could take on 'shadow' roles initially and would be supported by more experienced Trustee and the lead professionals.

It was generally agreed that the current Member structure could stay as it was and a 'portfolio' structure be developed for the Board, over time, possibly for September 2017.

It was also agreed that the Scheme of Delegation needed to be reviewed in light of the new Executive Head/CEO Role and to lighten the duplication of items between committees and the Board, e.g., delegating responsibility for signing off Trust Policies and Category C Educational Visits.

The concept of a MAT leadership team EH/CEO, Heads of School, DoFAR was welcomed and Heads of School would still be held accountable by LGBs for Teaching & Learning.

Delegated decisions would be held to scrutiny by Working Groups and lead professionals reporting to the Board.

It was also suggested that there should be reference to the effectiveness of funds spent on T&L

NL agreed to take these points and develop the proposal further.

It was proposed by RB, seconded by AH and agreed unanimously, that the detailed proposal would be considered at the next meeting for implementation in September 2017.

NL

Timeline and Authorisation re Infinity proposal –

(Discussion redacted)

For clarification, at the March Board meeting an election would be held for Chairman. RB was willing to stand, just for the current academic year, and therefore, if RB was elected, then an election would be held for Vice-Chairman. AH thanked RB for his support and knowledge which had been invaluable.

11. ITEMS FOR NEXT AGENDA

- i. Elections
- ii. Infinity
- iii. Governance

12. DATE OF NEXT MEETING 28 March 2017 at 19.00, and following dates agreed as per the draft Calendar.

AH asked that all Action Groups continue to upload their reports to GVO and all Trustees have a look.

DS reminded all Trustees to complete their responses by 'comment' to the Safeguarding Discussion item on GVO as soon as possible.

The meeting closed at 21.26