

The Spring Partnership Trust
Final adopted Minutes of the Annual General Meeting of the Spring Partnership Trust
Held at Hayes Primary School at 6.45pm on Monday 23rd January 2017

Present:

Mr C Lees, Chair
Mrs J Nelson
Mr S Narracott
Mr R Lane

In attendance:

Mrs J Brinkley

Clerk:

Mrs V Bolton

1. Apologies for absence, approval of absence, absence, constitution of the meeting

1.1 Apologies for absence were received from Mr K Osborne.

2. Pecuniary Interests and Register of People with Significant Control

2.1 There were no pecuniary interests declared.

2.2 It was confirmed that the Register of People with Significant Control had been accurately updated and filed for 2017.

3. Minutes of previous meeting and Matters Arising

3.1 The minutes of the previous meeting of Members dated the 18th July 2016 were approved as an accurate record and signed by the Chair.

3.2 Matters Arising

3.2.5.5 External review of Governance

It was agreed that an external review of governance was not necessary or practical at this time as a result of the ongoing internal discussions and reviews being carried out by the Trust Board and Chairs of Local Committees as part of the Trust expansion.

3.3 *7.2 Director appointments*

Written resolutions were circulated and signed in relation to the director appointments previously agreed via email by the Members for Sir Robin Boshier, John Cliff and Martin Cousins.

3.4 *7.5 Chair of Directors succession plan*

It was confirmed that a plan had been put in place regarding immediate succession which was likely to involve an expansion of the Vice Chair role in order to share the workload.

4a. CEO/Executive Headteacher (EHT) report including strategy for 2017

4.1 The Members were referred to the CEO/EHT report (see Appendix 4) and a discussion took place on the recent Trustwide conference that took place for all teachers and teaching assistants on the January INSET day. It was stated that this was attended by C Lees and that the Trust Board may become more involved at similar future events. Positive feedback was received from attendees regarding the workshops and the opportunity to network.

4.2 It was explained that the strategic plan had been pulled together based on the strategic goals from each school, and that the action plan provides a good steer for the member schools. In time it is expected that the schools would have increased involvement with the production of this document. The Members thanked the CEO for the work required to create the Trust strategic plan.

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- 4.3 It was agreed that the expansion of the Trust had been very successful to date which was due in part to the CEO having a good understanding of the new schools which will allow more efficient school improvement. Decisions regarding prospective member schools were dependent on the academic, financial and leadership situation that the school was in, but it was confirmed that the current priority was school improvement in the existing schools and consolidating systems and structures. The longer term goal for the Trust would be to expand to a total pupil number of 3000.
- 4.4 The Members discussed the teaching and learning summary report and were informed that the short inspection at HPS was overdue, and that Leasons and SMCPA are also now due to be inspected. The HMI status of the CEO had already proved beneficial to assisting school improvement.
- 4.5 It was stated that the reviews carried out by the independent learning consultant P. Watts had been used to create a 'trigger' document of issues occurring in a member school that would result in CEO/Trust Board involvement. These triggers covered academic issues as well as safeguarding, leadership and governance issues.
- 4.6 Members were informed that the CEO had been carrying out monitoring visits to all schools to ensure academic accountability, safeguarding procedures and SCR compliance. None of these monitoring visits would have been available to the schools if they were not a part of the Trust.

4b. Chairman's report

- 4.7 The Members were referred to the Chairman's report (see Appendix 4b) and discussed how the Directors had been meeting their responsibilities.
- 4.8 The process of removing the Local Committee at Castlecombe and replacing it with an Interim Board was explained. It was stated that this had been handled well and that there had been no repercussions. It was highlighted that the Castlecombe Ofsted report had recorded that the Trust had made some impact on the school but that it was too early to assess the full effectiveness of the Trust initiatives.
- 4.9 The Members considered financial elements of Trust expansion and were informed that the centralisation of reserves was being considered alongside the emotional and practical aspects of this decision.
- 4.10 The financial deficit at SMCPA was not considered to be of major concern, but it was acknowledged that a lack of available funds for pupil resources can be demotivating for staff. The Members were informed that the longer term plan would be to build up funds to allow investment in school improvement in member schools. Bromley CEO group discussions had recently focussed on the possibility of 'costing' the curriculum, as well as alternative ways of sourcing funding.

5. Directors activity and impact report

- 5.1 The Members were referred to the Directors activity and impact report (see Appendix 5) and discussed the impressive and varied input from Directors which included chairing and running the Interim Board, as well as applying for a National Governance award.
- 5.2 A discussion took place on the sustainability of the workload of the Chair of Directors, CEO and Head of Finance/HR and it was explained that increasing centralised services would help

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to share responsibilities, and that the recruitment of a new HT for Castlecombe and Dorset Road schools would alleviate the need for the CEO to carry out the role of HT at Dorset Road.

- 5.3 It was agreed that going forward there needed to be an increased focus on sourcing additional funding and alternative income generation.
- 5.4 The Members considered the functions that they perform for the Trust and agreed that they were responsible for holding Directors to account as well as the performance of the company, with the additional layer of accountability of the Trust to the DfE.

6. Composition of the Trust Board

- 6.1 The Members were referred to the composition of the Trust Board (see Appendix 4b) and the Directors who had left and joined the Trust were highlighted.
- 6.2 It was stated that J Covill and I Raitt were likely to step down as Directors in the near future in order to concentrate on their roles within the Local Committee at SMCPA. It was suggested that conversations take place between the Chair of Directors and any Directors considered to be unable to commit sufficient time to the role, in order to ensure that all Directors were sharing the expectations put upon them.
- 6.3 A discussion took place regarding the limit in the Articles of Association of 10 Member Appointed Directors which had now been reached. The possibility of re-naming two Member Appointed Directors as Parent Directors was considered, in order to allow the appointment of further Directors by the Members. This alteration would allow Local Committees to operate without parent members unless they felt it necessary or beneficial. It was agreed that this decision would not be made until it had been discussed by the Trust Board.
- 6.4 It is likely that two further Directors would be put forward in the near future to join the Trust Board, M Staley and P Verghese. These appointments could either be co-opted by the Directors, or the possibility of amending the Articles to allow an increase to the number of Member Appointments could be considered.

Post-meeting note

Following legal advice regarding increasing the number of Member Appointed Directors in the Articles, it was confirmed that consent would need to be sought from the DfE which may not be forthcoming. It was therefore agreed that the Articles would remain unchanged.

The recent resignation of K Colville (Member Appointed Director) left a vacancy for one further Member Appointed Director. P Verghese was therefore appointed as a Director by the Members effective from the 23rd January 2017.

7. Receive Annual Accounts to 31.8.16 for TSPT

- 7.1 The Members received the Annual Accounts to 31.8.16 (see Appendix 7) and agreed that there were no issues to be noted. It was stated that the Finance and Resources committee receive regular, monthly management accounts which allow constant financial monitoring.

8. Approve reappointment of Auditors UHY Hacker Young

- 8.1 The Members approved the reappointment of the Auditors UHY Hacker Young for the Trust for 2016-17.

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9. AOB and date of next meeting

9.1 There was no other business.

9.2 The date of the next meeting of the Members was confirmed as Monday 17th July 2017 at 6.45pm at HPS.

The meeting ended at 8.10pm

Signed:
Clive Lees, Chair of Directors

Date:.....