

THE SPRING PARTNERSHIP TRUST
Final adopted minutes of a meeting of the Directors
Held at Dorset Road Infant School at 7.00pm on Monday 22nd May 2017

Present:

Mr C Lees (Chair)
Mr R Taylor (V Chair)
Dr I Raitt
Mrs J Brinkley (CEO/EHT)
Mr J Cliff
Mrs B Simpson (from min 7.3)
Mrs J Nelson

In attendance:

Mrs C Sheehan, Chief Financial Officer (CFO)
Mr G Lawrence, Freeman Clarke (for minutes 3.1 – 3.9)

Observing:

Mrs A Hughes, Vice Chair of Midfield Local Committee

Clerk:

Mrs V Bolton

1. Apologies for absence, acceptance of absence, absence, constitution of the Board

- 1.1 Apologies for absence were received from P Verghese, M Gibbs, R Boshier and J Tagg and accepted by the Board.
- 1.2 It was confirmed that M Cousins had recently resigned as a Director.
- 1.3 A Hughes was welcomed as an observer to the meeting.

2. Declaration of Pecuniary Interests

- 2.1 There were no pecuniary interests declared.

3. Outline of strategic IT provision from Freeman Clarke consultant

- 3.1 The Directors were introduced to G Lawrence (IT consultant from Freeman Clarke) and were referred to the relevant reports (see Appendix 3 and 3b). A summary of the service offered by Freeman Clarke (FC) was provided as follows:-
 - FC are group of independent IT Directors working for medium sized organisations who are not in a position to employ their own IT Director as an employee;
 - The consultants provide advice as well as acting on behalf of their client, for example, rationalising schools having different IT providers, writing the IT spec and ensuring relevant contracts are in place and working effectively;
 - Initially work would be done to identify important issues in order to allow TSPT to meet strategic objectives and to take ownership of the decisions made;
 - A core value of the company is to not make any commission on any product and to be completely independent from all IT suppliers.
- 3.2 The following questions were posed by the Directors:-
 - Q. How would FC ensure that the correct software choices were made for a school environment, and how can we make sure each school have appropriate products in place from a teaching point of view?
 - A. Opinions of all appropriate users of software would be canvassed prior to decisions being made.
- 3.3
 - Q. What experience do FC have in tackling IT security and how would they recommend protecting the Trust against malware?
 - A. Consultants have worked in other government departments such as DVLA and therefore have a strong understanding of the importance of IT security and would be in a position to

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provide training to staff if required. There are likely to be some straightforward initial actions that can be taken to improve the IT security across the Trust.

- 3.4 Q. Will the new EU General Data Protection Regulations (GDPR) impact on the Trust?
A. Yes, as companies are required to take responsibility for keeping all data secure.
- 3.5 Q. How do the Trust know if on-site IT support are keeping systems etc up to date?
A. FC would tackle this by initially sorting out the 'base layer' to ensure necessary security updates are in place, then tackling efficiency and appropriateness of the systems being used, and finally suggesting what can be done to move the organisation forward.
- 3.6 Q. How often are IT products tracked for effectiveness?
A. Whilst some products can be improved quickly it is also important not to make too many changes too rapidly as it would confuse users. If a situation arose FC would inform the client of their best options.
- 3.7 Q. What size of company are the clients of FC and do they already work with any schools or Trusts?
A. Clients are typically in industries where IT is not the main focus of their business, and range in size from £2 million to £200 million revenue. Whilst they do not already have a school or MAT as a client it is understood that the systems would have to link to pupils, as well as being able to support a growing business.
- 3.8 Q. The quote cites 2 days/month for 3 months for the initial audit, spec writing and tender work as well as assisting in the development of a trustwide IT strategy and ICT security policy. Is this enough time for this project?
A. It is anticipated that additional time will be required initially at no extra cost. TSPT would work with FC consultant David Short.
- 3.9 G Lawrence left the meeting and the Directors approved the spend of £7,050 subject to the following points:-
- J Brinkley to meet D Short from FC;
- Feedback to be researched from existing clients;
- Directors are to be kept informed of developments in this area;
- Further initial work should be done by TSPT on defining the IT strategy – specifically what is the problem statement that the strategy will aim to achieve? **JB to action.**

4. Minutes from the Board meeting held on 21st March 2017

- 4.1 The minutes from the Board meeting held on the 21st March 2017 were approved and signed by the Chair.

5. Matters Arising

- 5.1 The Directors were referred to the Matters Arising report (see Appendix 5) and discussed the following:-
4.3, 4.3, 6.10 PP6 reviews
An additional pupil premium review has been carried out by the CEO/EHT at CC and will be circulated at the next meeting of the Board. **VB to action.**
- 5.2 *6.2 Finance centralisation*

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It was confirmed that staffing for the centralised finance and HR team had been resolved for September 2017.

5.3 *6.9 SMCPA website*

Final, additional information regarding British Values in the curriculum had been agreed with the HT at SMCPA and would be uploaded onto the website. **VB to action.**

5.4 *7.3 Special provision places*

It was anticipated that the LA are planning to consult all Bromley schools regarding SEN provision which will allow the Trust to make their concerns known. It was stated that the Trust were seeking legal advice regarding the Trustwide response to the consultation. **JB to action.**

5.5 *9.5 SMCPA Financial plan*

The Directors were informed of the discussion that had taken place at FARCO regarding the predicted financial issues to be faced at SMCPA once the bulge class moves on in two years' time. It was stated that the financial implications of whole school improvement post-transfer had been greater than originally anticipated (for example the setting up of the Nurture room and Outreach services) and that this was an important point to note for future transfers.

5.6 It was explained that the current financial picture at the school (£38,000 deficit) was made up of £11,500 for SIMS (previously agreed by Directors to be taken from reserves), £11,800 for unavoidable spend for broken equipment and approximately £15,000 of unexpected staffing changes and SEN transport costs for dual registered pupils.

5.7 A business case was to be brought for consideration at the next FARCO meeting including options such as possible rebranding (post inspection), expanding to 2fe and setting up a nursery provision. The nursery provision would need to provide a viable income from Sept 2019.

5.8 It was confirmed that the local birth rate had increased which would impact on demand for primary school places from Sept 2018. It is anticipated that the newly opened SMCPA Oasis hub would also encourage EYFS applications as it was raising the profile of the school in the community.

5.9 The Directors enquired how the Trust would sustain a school if it were to continue making a financial loss and were informed that the situation could be alleviated by using available reserves if necessary.

5.10 *12.1 H&S controls*

It was requested that a H&S review (reporting by exception) be provided at the next meeting of the Board on the current status of H&S across the Trust. Following a 'director visit' to a school, it was suggested that H&S inspections may not be being carried out with sufficient regularity and that more robust procedures needed to be implemented. **VB to action.**

6. Chair's Report and Commentary on agenda

6.1 The Directors were referred to the Chair's report (see Appendix 6) and discussed the succession plan of key staff members. It was stated that the staff involved are aware that they are included in the succession plan and that it was the case that all senior staff were

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being provided with career development opportunities. All relevant staff have/will receive appropriate training. **CS/JB to action.**

- 6.2 It was stated that the EHT role was being organised to allow it to be handed on at a future point, and that the PA to the CEO/EHT would be useful as part of the succession of this role in terms of systems and administration.
- 6.3 The Chairman's action relating to the spend for the SMCPA Oasis hub was approved.
- 6.4 The Directors discussed the use of 'springpartnership.co.uk' emails in order to allay confidentiality issues relating to accessing TSPT information on work email addresses. It was agreed that these would be provided for all Directors as soon as practicable. **VB to action.**
- 6.5 Whilst assigning Directors with an LGfL address would be an improvement it would not circumvent ICT security issues relating to downloading TSPT documents onto work or personal PCs/tablets/phones. It was agreed that this issue would be tackled in the longer term but that documents circulated to TB and trustwide committees would be password protected from this point forward as appropriate. **VB to action.**
- 6.6 Reference was made to the example of issues discussed at meetings between the Chair and the CEO/EHT (see Appendix 6a) for information purposes only.

7. Trust development

- 7.1 The Directors were referred to the CEO/EHT report (see Appendix 7) and were provided with an update of the Management Group meetings as follows:-
- meetings had been very productive and worthwhile;
 - Pay, Performance Management, Marking & Feedback and Staff Wellbeing policies had been discussed;
 - HTs had been allocated pillars of the Trust for review – Safeguarding, Curriculum, Marking & Feedback and Assessment - and were feeding back to the Group on a regular basis;
 - term dates for 2018-19 had been considered at length and it was likely that consultation will be undertaken regarding moving to a 2 week October half-term. It was agreed that this decision would require TB approval.
 - the CFO (previously referred to as the Head of Finance and HR) attended relevant meetings to discuss financial and business matters.
- 7.2 The Directors were referred to the Ofsted reports for CC and LPS (see Appendix 7)ii) and congratulated both schools on the outcomes.

8. Summary update of critical issues from Chairman and Chairs of TSPT LCs

- 8.1 The Directors were referred to the schedule of key issues (see Appendix 8) and were informed that the necessary information for the apprenticeship levy was being compiled. Training must be given by a training provider recognised by the scheme and the levy can only set off the training and not the apprentice's salary.
- 8.2 It was stated that the work required to prepare for gender pay gap reporting was in hand.

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- 8.3 It was recommended that planning for the implementation of the GDPR (in force from May 2018) be considered. An outline draft plan of Trust preparations in this area will be considered at the next meeting of the Directors in order to understand the implications of high priority areas. **CS to action.**
- 8.4 A discussion took place on how the Trust are ensuring that IT systems are safe in the short-term and it was stated that IT providers at all schools had recently circulated information regarding the dangers of opening emails from unknown sources. Whilst the firewall in place through LGfL provides a good level of security it was suggested that some initial improvements could be made at all schools this term rather than waiting for changes to be instigated once the new IT contract in April of next year.
- 8.5 It was stated that IT security issues are being tackled within each school but that clearer reporting methods of what is being done could be provided for the benefit of the Directors. It was requested that regular internal checks be carried out by HTs, e.g. checking staff are removing encryption keys, in order to raise staff awareness of the need for increased focus on IT security issues. This issue would be considered at the next meeting of the Management Group and an update on actions taken would be provided at the next meeting of the Board. **JB to action.**
- 8.6 It was requested that recruitment paperwork be standardised across the Trust to ensure that the best candidates are attracted to posts. **CS to action.**
- 8.7 A discussion took place on the national issue of teacher retention and it was stated that the Trust were tackling the area of marking and feedback in order to address the issue of teacher workload in order to aid retention.

9. Governance

- 9.1 The Directors were referred to the strategy and vision for governance report (see Appendix 9a) and agreed the assignment of Director roles subject to some further discussion following the meeting. **CL to action.**
- 9.2 The Directors approved the changes to the Scheme of Delegation for Governance Functions (see Appendix 9b), including the use of the new Director/LCM code of conduct.
- 9.3 The appointment of M Bayliss as a member of the Interim Board (IB) at CC was approved. Directors were asked to consider volunteering to join the IB while recruitment was undertaken to reinstate the LC at CC. This would be discussed further at the next meeting. **JN to action.**

10. Finance

- 10.1 The Directors were referred to the management reports for TSPT (see Appendices 10 and 10a) and no queries were raised.
- 10.2 A discussion took place on the spend request and quotes provided from HPS for the replacement of the automation mechanism for the pedestrian and vehicle gate access (see Appendix 10b). As requested at the recent FARCO meeting the quotes provided had been subjected to appropriate due diligence and the spend of £14,241 was approved with Clear View. It was confirmed that the sum of would be taken from restricted reserves.

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- 10.3 The Directors were referred to the internal audit report from Dec 2016 (see Appendix 10c) and were informed that FARCO had requested that the high risk audit point identified at Leeson's would be followed up by the HT at their next meeting.
- 10.4 The outcome of the CIF bid submissions was considered (see Appendix 10d) and the following points were discussed:-
- the LA involvement with the site improvements at DRIS had been followed up as a result of the unsuccessful kitchen refurbishment bid at the school.
 - all unsuccessful bids had been appealed and the outcome of these appeals would be known at the end of May.
 - Munday & Cramers' procurement policy had been provided and would be circulated for the attention of FARCO. **VB to action.**
 - The Directors approved the spend required to allow all CIF bids to be undertaken.
- 11. 'Central' Trust premises management plan (statutory records, H&S, electrical inspections etc)**
- 11.1 It was confirmed that the site manager at HPS was responsible for the premises management of the Trust offices, and that all necessary records and compliance checks were completed satisfactorily.
- 12. Safeguarding update (if any)**
- 12.1 It was stated that the safeguarding group had met and that it was intended that a full report would be provided to the Board by M Rush (HT Leeson's and heading up safeguarding group) at the December meeting.
- 12.2 As part of their work the group will consider what safeguarding information should be covered at which level of governance within the Trust.
- 12.3 Directors were informed of a recent alleged safeguarding incident within a Trust school. Full and proper Bromley safeguarding provisions were followed.
- 13. Health and Safety (if any)**
- 13.1 The Directors were referred to the RAG-rated report of Health & Safety issues relating to due diligence (see Appendix 13) and were satisfied that all items were being actioned.
- 14. AOB and date of next meeting**
- 14.1 The Directors were informed that ACC had been prioritising the standardisation of data and how LC visits would tie in with overall aims. ACC-LC links were being set up to ensure effective flow of information between the schools and the committee, and plans had been put in place to coordinate LC activities and assessment schedules. The Directors thanked B Simpson and I Raitt for their work in this area.
- 14.2 Information would be circulated regarding the forthcoming NGA Governance Awards event which the Trust have been shortlisted for.
- 14.3 It was stated that from September V Bolton would be moving to the role of Trust Services Manager and that a new Clerk to the Directors would be recruited.

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- 14.4 The Chair of Directors had noticed the positive atmosphere at all schools while undertaking visits recently.
- 14.5 It was highlighted that the next meeting of the Board on **Monday 10th July at HPS** (not the 11th as previously arranged) will be preceded by the Spring 'Success' social event at HPS for all LCMs, Directors and SLT from 5pm, with a presentation from the CEO/EHT at 6.30pm. The Trust Board meeting will then start at 7pm as normal.

15. Confidential items

- 15.1 No items were deemed to be confidential.

The meeting closed at 9.45pm.

Signed: Date:.....
Clive Lees, Chair of Directors