

THE SPRING PARTNERSHIP TRUST
Final adopted minutes of a meeting of the Directors
held at Hayes Primary School at 7.00pm on Wednesday 18th September 2019

Present:

Mr J Cliff, Chair
Ms C Barenbrug
Mrs J Brinkley, CEO
Ms K Hawker
Mr C Lees
Mr D Okafor
Miss R Punter
Mr R Taylor

In attendance:

Mrs C Sheehan, CFO
Mrs V Bolton, COO

Clerk: Miss K Crossley

1. Elections and appointments

1.1 Appointment of Clerk to Directors and Company Secretary

- 1.1.1 The re-appointments of K Crossley as Clerk to Directors and V Bolton as Company Secretary were approved by Directors, effective immediately.

1.2 Election of Chair of the Board

- 1.2.1 It was confirmed that one self-nomination had been received for the position of Chair of the Board for a period of one year. The appointment of J Cliff until the first meeting of the Board in the academic year 2020/21 was proposed by C Lees seconded by R Punter and approved by Directors, effective immediately.
- 1.2.2 It was noted that as Chair of Directors, J Cliff would become an ex-officio Member of the Trust.

1.3 Election of Vice Chair of the Board

- 1.3.1 It was confirmed that one self-nomination had been received for the position of Vice Chair of the Board for a period of one year. The re-appointment of R Taylor until the first meeting of the Board in the academic year 2020/21 was proposed by J Cliff seconded by R Punter and approved by Directors, effective immediately.

1.4 Appointment of membership, Chairs of Committees and Chairs of Local Committees, panels

- 1.4.1 Directors were referred to and approved the revised Board and Committee membership (September 2019), appendix 1).

2. Apologies for absence

- 2.1 Apologies had been received from L Falk and M Mina and were accepted by the Board. The meeting was quorate.
- 2.2 Directors approved a request from L Falk for leave of absence from her role for the autumn term 2019.

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3. Code of Conduct

- 3.1 Directors were referred to, and approved, the draft Directors' Code of Conduct 2019 (appendix 2).

4. Completion of annual paperwork

- 4.1 The following forms were completed:

- Declaration of Pecuniary Interests (appendix 3)
- Code of Conduct 2019 (appendix 4)
- Fit and Proper Person (appendix 5)
- Related party transactions (appendix 6)

- 4.2 Directors present confirmed that they had read the criteria for auto-disqualification from directorship (appendix 6) and that none were applicable. L Falk and M Mina had confirmed by email that none of the auto-disqualification criteria applied.

5. Board Business

5.1 Approval of Scheme of Delegation (incl financial scheme of delegation and delegation to Local Committees

- 5.1.1 Directors approved the Scheme of Delegation v2.6 (appendix 7), including the delegation table, the financial scheme of delegation and delegation to Local Committees.

5.2 Approve Trust Board, ACC, FARCO, Audit, HR Committee and LC ToR.

- 5.2.1 Directors agreed a proposal from the Chair of FARCO and Audit Committee for the Committees to be merged. The terms of reference of the Committees would be revised accordingly. **KC to action.**
- 5.2.2 The terms of reference for Trust Board and all other Committees, including Local Committees, were approved. See appendix 7).

6. Minutes of previous meeting

- 6.1 The minutes and confidential minutes of the meeting of 4th July 2019 (appendix 8) were approved by Directors and signed by the Chair.
- 6.2 Directors were referred to the matters arising report (appendix 10) detailing actions which had been completed and the status of outstanding actions as follows:
- 6.2, 7.1.1 Directors welcomed the introduction of a policy communication and awareness schedule to enhance staff awareness of policies relevant to their roles, and asked what procedures were in place to check that policies were being effectively read, understood and implemented. It was reported that a cultural shift in the implementation of policies would be brought about by:
- reiteration of the implications of failing to adhere to policies

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- monitoring staff access to policies through Knowledge Bank software
- articles in staff newsletters
- discussion at staff meetings and INSET days
- quizzes to check knowledge, the outcomes of which would be reported to the central team
- senior leadership review of practice relating to key policies such as teaching and learning and behaviour. **JB & VB to action.**

7. Executive team reporting

7.1 CEO report

7.1.1. Review strategic developments

7.1.1.1 Directors were referred to the CEO report and its appendices (appendices 9-12) and to a tabled paper on Trust Commitments 2019-20 (appendix 13). Commentary on the Trust Commitments, which corresponded with the four priorities the Strategic Plan (appendix 10) would be tracked by the Board was provided as follows:

7.1.1.2 Leadership

- This minute was confidential, see confidential minute 9.1.
- In line with the new Ofsted framework, subject leadership would be developed and MAT subject leaders would be appointed across the Trust. English and maths subject leaders were already in place. The move towards a centralised system would bring benefits in terms of consistency, financial savings and teacher workload. The Trust would incorporate the best practice identified through collaborative convergence to establish high quality central resources. The change of approach would be clearly communicated to staff, who were expected to welcome the sharing of best practice from all six schools to drive up educational standards. Directors asked what was the vision of the TSPT curriculum in a year's time and were informed that a full TSPT curriculum would be in place.

7.1.1.3 Educational Standards

- The TSPT curriculum would be inclusive and measures would be taken to support pupils with SEN/D to access the curriculum. There would be greater focus on what pupils learned and remembered over time, building knowledge and making progress from EYFS to Y6. The same teaching standards applied to English and maths would be expected in all subjects. In response to a question as to whether the same teachers would be used for every lesson, it was reported that consideration would be given to deploying teachers with specialist knowledge to teach lessons in their subject in upper KS2. This approach was already being used in some schools. In time, all schools would have the opportunity to contribute to the development of the curriculum.
- Under the new Ofsted framework, pupils were expected to be fluent readers by the age of 6, with increased scrutiny of reading in Ofsted inspections. Five schools were now using the same phonics programme, Read, Write Inc, including the same resources for use in class and at home, and a spend request for the programme to be purchased at the sixth school was included in the meeting papers (see minute 7.2.4). Progress would be monitored by testing. From Y3, pupils would be expected to read high-quality texts, including classical literature; careful consideration would be given to reading scheme books and book corners.
- The OPAL scheme would continue to be used to develop character. The scheme had been successful in terms of inclusion, independent learning and risk management. Some

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schools were struggling to acquire donations of appropriate loose parts, which would be reviewed by the EHT. **JB to advise GS.** Directors asked about Forest School and were advised that it was run where it could be best afforded.

7.1.1.4 MAT development/expansion

- Opportunities for the Trust to grow remained limited due to the lack of mechanisms for expansion. The unsuccessful bid to merge with a trust in a neighbouring borough had been a positive learning experience for the executive team but had highlighted risks in the process. It was noted that any emerging opportunities for growth should be robustly assessed before significant investment of time.
- Work was on-going in the HR function and through the Staff Wellbeing Action Group (SWAG) to support the retention and development of staff.

7.1.1.5 Efficiency

- Balanced budgets had been set at all schools. Monthly meetings were held with the Senior Business Development Officer to monitor current lettings contracts and generate ideas for new income and possible grant applications.
- The finance team would continue to drill down on all expenditure, with the current focus on the funding of the Tree House unit and the extremely tight budget at DRIS.
- The Trust would continue to build links with local MATs and through wider connections, such as the CEO's role as an Ofsted inspector, which would offer mutually beneficial external perspective.

7.1.2 Update on Big 6 Priorities

- 7.1.2.1 The 'Big 6' priorities had been condensed to the 'Big 4' in line with the strategic plan and would be monitored at each Board meeting.

7.1.3 Review of KS2 outcomes July 2019

- 7.1.3.1 Directors were referred to the unvalidated KS2 outcomes for 2018/19 (appendix 11) which may be subject to change as some papers had been sent for re-marking. Progress data would not be available until later in the autumn term, but was expected to be good. The overall picture was mixed, reflecting pupil mobility and gaps in learning. Most schools had sustained improvement with good outcomes. Commentary was provided on key themes arising from the outcomes, including the increased standard of the reading test and cohort-specific issues. In response to a question about the target-setting process, it was reported that targets were set in line with those for similar schools nationally. It was agreed that the trend arrows would be removed from the document. **JB to action.**
- 7.1.3.2 A discussion followed on the outcomes at LPS, which were all below target. The school had self-evaluated the quality of education as 'requires improvement'. The school was fully staffed for 2019/20, with a strong Head of School in place and good teachers in every class. There were risks associated with the high proportion of NQTs and the quality of books but the Trust was optimistic that the school would be in a position to self-assess as good by the start of the spring term.
- 7.1.3.3 The KS1 data and EYFS data had been analysed by ACC. The picture was similarly mixed, and this related to the challenging recruitment environment. EYFS data was above or in line with the national level at all schools, excluding LPS.

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- 7.1.3.4 Directors asked how pupils who had not met the national standard would catch up and was advised that gaps would be identified and tracked in detail at pupil progress meetings.
- 7.1.3.5 There were no questions for Directors on the overview of TSPT summer term 2018/19 reviews and areas for improvement in 2019/20 (appendix 13). This document was linked to individual school development plans, had been shared with Local Committees and would be tracked at ACC. The final page summarised common areas of work across all schools, resulting in economies of scale.
- 7.1.4 Safeguarding – including reference to KCSIE 2019**
- 7.1.4.1 The Child Protection and Safeguarding Policy would be updated in line with guidance in Keeping Children Safe in Education 2019 and the Bromley Children Safeguarding Board and circulated for email approval as soon as possible. **VB to action.**
- 7.2 CFO report**
- 7.2.1 Monthly management accounts**
- 7.2.1.1 Directors were referred to:
- the CFO report
 - the UHY summary of key changes to the Academies Financial Handbook 2019
 - ESFA communications
 - consolidated financial reporting for June 2019
 - management accounts to 30th June 2019 and the consolidated balance sheet and cash flow statement
 - first draft annual accounts to 31st August 2019 (appendices 14-24).
- 7.2.1.2 Early indications suggested that the anticipated 2018/19 year-end deficit at LPS would not be as great as originally forecast. It was reiterated that all spending at LPS required CEO approval, irrespective of whether it was within budget. **JB to action.** A number of adjustments had been made to correct over-commitments. The DRIS year-end position was set to be an overall deficit, but it was hoped that reserves would not be eliminated.
- 7.2.1.4. Work was ongoing on HR consultation procedures and the outcome of the Integrated Curriculum Financial Planning review would be input into the budgeting software. Directors asked whether the consultations would be completed before the end of the current HR consultancy contract and it was confirmed that this was the case.
- 7.2.2 Approval of accounting policies**
- 7.2.2.1 The attention of Directors was drawn to the requirement to approve the Accounting Policies (appendix 25, tabled) which would be used in the preparation of the annual accounts to 31st August 2019. The CFO confirmed that that no changes were proposed, but that the treatment of pensions within the annual accounts may be subject to the judgement of the McCloud court case. The policies were approved.
- 7.2.3 Interim Audit update**
- 7.2.3.1 The interim audit had gone well. The auditors had been pleased with the progress made on PS Financials. The audit had highlighted that some letters from the Chief Executive of

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the ESFA expressly required to be shared with the Board. The previous Chair confirmed that this was known and had been complied with. For reference, letters dated 15th March 2019 and 19th July 2019 were included at appendices 15 and 16. Changes to the Academies Financial Handbook 2019 (appendix 14) had been circulated to Directors for information.

7.2.4 Spend request – HPS Read, Write, Inc

- 7.2.4.1 Directors were referred to the spend request for the purchase of Read, Write Inc at HPS at a cost of £10,168.88 to be funded from the school's operating budget as specified in appendix 25. The request was approved.

7.2.5 Teacher's Pay Award

- 7.2.5.1 Directors considered the proposal for teachers' pay awards for 2019/20 (appendix 26, tabled). It was reported that the School Teachers' Review Body had recommended an uplift of 2.75% to the minima and maxima of all pay ranges and allowances, which had been accepted by parliament although the School Teachers Pay and Conditions Document 2019 had not yet been released so the Government's final position had not been confirmed. The Trust had budgeted for a 2% pay award. The CEO outlined options for the teachers' pay awards and recommended that the 2.75% uplift be applied across all of the pay ranges. The Trust was mindful of press coverage of the pay awards in a challenging recruitment environment. Directors considered it important that all staff should benefit from the proposed increase and accepted the recommendation for the proposed uplift and approved a 2.75% pay rise across all of the teacher pay ranges.

7.3. COO report

- 7.3.1 Directors were referred to the COO report (appendix 27). In response to questions from Directors, it was confirmed that Knowledge Bank was not a replacement for Educare and that the two resources would run alongside one another. The COO would investigate the prompting of Directors to repeat modules which they had already completed in Educare.
VB to action.
- 7.3.2 Directors were informed that a letter had been received from the ESFA on preparations for Brexit.
- 7.3.3 There were no further questions on the COO report.
- 7.3.4 Policies**
- 7.3.4.1 See minute 7.1.4.
- 7.3.5 Risk register**
- 7.3.5.1 There were no risks due for review by Trust Board.

8. Trust Committee Business

8.1 Overview of HR issues

- 8.1.1 The HR Committee had not met since the last meeting. The next meeting would be held on 14th October 2019.

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8.2 Minutes of FARCO meeting, 2nd May 2019

8.2.1 The minutes of the FARCO meeting of 2nd May 2019 were received for information.

8.3 Minutes of ACC meeting, 2nd May 2019

8.3.1 The minutes of the ACC meeting of 2nd May 2019 were received for information.

8.4 It was agreed that final unadopted minutes which had been approved by the Committee Chairs would be circulated to Directors instead of waiting for the final approved version.
KC to action.

9. AOB and date of next meeting

9.1 The Board was advised that there may be a delay in circulating financial papers for the next meeting due to the scheduling of the FARCO meeting.

9.2 The next meeting would be held on Tuesday 9th December 2019 at **6:30pm** at Hayes Primary School.

Signed:Date:.....
John Cliff, Chair of Directors

Minutes might be confidential for the following reasons:-

- a) information relating to an employee or office holder, former employee or applicant for any post or office, or a pupil or their family;
- b) the terms of, or expenditure under, a tender or contract for the purchase or supply of goods or services or the acquisition or disposal of property;
- c) negotiations or consultation concerning labour relations between the Trust and its employees;
- d) any issue relating to legal proceedings which are being contemplated or instituted by or against the Trust;
- e) action being taken to prevent or detect crime to prosecute offenders;
- f) the source of information given to the Trust in confidence; or
- g) any other matter which, in the opinion of the Chair, is confidential or the public disclosure of which would prejudice the effective discharge of the Trust's functions.