

THE SPRING PARTNERSHIP TRUST
Final adopted minutes of a meeting of the Directors
held at Hayes Primary School at 7.00pm on Monday 9th December 2019

Present:

Mr J Cliff, Chair
Ms C Barenbrug
Mr R Barlow, from minute 5.2.4
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. Apologies for absence

- 1.1 No apologies had been received. The meeting was quorate.
- 1.2 L Falk remained on leave of absence from her role for the autumn term 2019.

2. Declaration of pecuniary interests

- 2.1 None.

3. Board Business

3.1 To note changes to the Board and remaining terms of office

- 3.1.1 The Board thanked M Mina, who had resigned on 21st October 2019, for her support as a Director and member of the HR Committee.

3.2 Trust and Local Committee membership

- 3.2.1 Directors were referred to the updated Trust and Local Committee membership (appendix 1) and noted that recruitment was underway to for new members of the Achievement and Curriculum Committee.

3.3 Confirm all DBS checks up to date

- 3.3.1 It was confirmed that DBS checks for all Directors were up to date. It was noted that R Barlow's portable DBS was diarised for annual checks.

3.4 Advise clerk of any changes of contact details

- 3.4.1 Directors were reminded to inform the clerk of any changes to their contact details.

3.5 Confirm director details up to date on website and Get Information About Schools (GIAS)

- 3.5.1 It was confirmed that all director information on the Trust website and Get Information About Schools (GIAS) was up to date.

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4. Minutes of previous meeting

- 4.1 The minutes and confidential minutes of the meeting of 18th September 2019 (appendix 2) were approved by Directors and signed by the Chair.
- 4.2 Directors were referred to the matters arising report (appendix 3) detailing actions which had been completed and the status of outstanding actions as follows:
- 4.2, 7.1.1 The Trust had requested a meeting with the borough to resolve outstanding queries on the funding of the Tree House in 2018/19. An update would be provided at the next meeting. **CS to action.**

5. Executive team reporting

5.1 COO report

5.1.1 GDPR

- 5.1.1.1 The Board was referred to the COO report (appendix 4) and noted that Directors were required to complete an on-line GDPR training module via Knowledge Bank, details of which would be circulated shortly. **VB to action.**
- 5.1.1.2 Directors asked whether the Trust routinely asked contractors if they complied with GDPR and it was confirmed that this was the case.
- 5.1.1.3 Directors were pleased to learn that the use of USB sticks appeared to have been eliminated across the Trust and asked about staff awareness of the risks associated with mobile phones. It was confirmed that these risks had been highlighted.

5.1.2 Estates management and CIF applications

- 5.1.2.1 Spend request approval would shortly be circulated to FARCO for trust-wide site condition surveys to establish a baseline for the estates management programme.
- 5.1.2.2 Directors were referred to the paper on CIF project applications for schools across the Trust (appendix 5), including commentary on the rationale for the bids, the funding and the value of the Trust contribution to successful bids, based on scoring information released by the ESFA. The CIF projects had been discussed in detail at the recent FARCO meeting and the Committee had recommended approval of the applications.
- 5.1.2.3 Directors asked about current risks associated with applications for fire, heating and lighting and were informed that if the bids were unsuccessful, the Trust would look to self-fund specific elements of the works. In the interim (the outcome of the applications would not be known until March 2020), it was confirmed that risk assessments in these areas had been undertaken and actions put in place to ensure compliance. Not all work was urgent, and urgent actions had been prioritised. Directors asked about the nature of urgent actions and were quoted the example of the purchase of additional fire extinguishers to meet recent changes to fire regulations. In response to a question about the proposed safeguarding work at MPS, it was reported that this related to perimeter fencing and lighting on the site border with Scadbury Park, where there had been a number of incidents.

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5.1.2.4 The Board approved the use of recommended contractors selected following a full tender process for successful bids, as well the appointment of the CIF bid writing company, RPT Ltd, as per the conditions set out in the report.

5.2 CFO report

5.2.1 Monthly management accounts to October 2019

5.2.1.1 Directors were referred to:

- the CFO report
- consolidated management accounts to October 2019
- consolidated cash flow forecast 2019/20
- consolidated financial reporting
- restricted and unrestricted reserves 2019/20 (appendices 6 to 10).

5.2.2 Approval of annual accounts to 31st August 2019 and review of audit findings report

5.2.2.1 Directors were referred to Annual Report and Financial Statements for the year ended 31st August 2019 and the Audit Findings Report (appendices 11-12). It was noted that the number of audit points had increased due to greater levels of audit scrutiny and to new requirements in the Academies Financial Handbook 2019. The Trust was satisfied that financial controls had improved and would continue to do so.

5.2.2.2 It was explained that the in-year financial position (£156 deficit) related to the curriculum investment from reserves as well as the deficit at LPS. Tight controls and scrutiny of spend requests remained in place at LPS and were working well, alongside financial training for HoSs/HTs. There was increased focus on credit control, with HoSs/HTs receiving debtor reports for school meals and clubs. Some schools were in a current deficit position due to front-loading and seasonal commitments.

5.2.2.3 The Board noted the £250k deficit in 2017/18 as well as the £156k deficit in 2018/19, with £83k transferred from reserves, and was referred to the breakdown of the operational deficit, Audit Findings Report, appendix II, p26). It was noted that if taken as separate entities, some schools had finished the year in surplus, but that the overall picture had been affected by the LPS deficit, as well as falling funding.

5.2.2.4 Further to the recommendation of FARCO, the Board approved the Annual Report and Financial Statements for the year ended 31st August 2019, subject to some minor revisions.

5.2.3 Recommendation of appointment/reappointment of auditor

5.2.3.1 The tender for audit services had been overseen by FARCO, which was satisfied that UHY Hacker Young offered the best service and value for money, and that there were no issues relating to independence. The Board recommended that Members approve the re-appointment of UHY Hacker Young as the Trust's auditor at the meeting on 27th January 2020. **JC to action.**

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5.2.4 Consider and approve any spend requests over £20,000

5.2.4.1 HR consultancy

5.2.4.1.1 The Board reiterated its thanks to M Mina, whose expertise had been greatly appreciated in shortlisting candidates for the tender of the HR consultancy contract (appendix 13). A proposal to award the contract to EPM had been reviewed by FARCO, which had recommended approval by the Board. In response to questions from Directors, it was confirmed that checks had been made to ensure that EPM was compliant with GDPR and that the contract would be reviewed by the Trust's legal advisers, VWV. EPM did not offer exit interviews, and it was proposed that these would be handled internally, as had been the case historically. The tender process had included presenting candidates with scenarios which had been poorly managed by the previous HR providers, and the Trust was satisfied with the responses of EPM, including provision of full information on the proposed approaches from the outset. It was noted that EPM offered policy reviews, which aligned with the Trust's intention to move away (subject to consultation) from using policies based on ex-local authority models. It would be checked whether policy reviews were included in the package. **CS to action.** It was hoped that awarding the contract to EPM would reduce the workload of the HR team and realise efficiencies. The request was approved.

5.2.4.2 Read, Write Inc home reading books

5.2.4.2.1 The Board accepted the recommendation from FARCO to approve the request to purchase Read, Write Inc home reading books to complement resources used in class (appendix 14).

5.2.5 This item was deemed to be confidential, see confidential minutes 9.1.

5.2.5.1 Directors thanked the CFO for the papers detailing restricted and unrestricted reserves, before and after commitments (appendix 10).

5.3. CEO report

5.3.1 Update on DRIS

5.3.1.1 Directors were referred to the CEO report and appendices (appendices 17-20) and the confidential appendix on the current status at DRIS, including a tree diagram setting out the potential routes towards resolution (appendix 21). Commentary was provided on the various pathways.

5.3.1.2 The remainder of this minute was deemed to be confidential, see confidential minute 9.2.

5.3.2 Review any strategic/political developments

5.3.2.1 There were no questions from Directors on the section on political developments (national SEND review and falling primary school population).

5.3.3 Progress towards targets in Business Plan/Big 4

5.3.3.1 Directors were referred to bullet points in the CEO report on the Business Plan/Big 4. The Trust was becoming more centralised, particularly from the perspective of education; a centralised maths curriculum would be in place by January 2020 and centralised curricula for reading and writing would be in place by the end of the spring term. The Trust was

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very pleased at the support which centralised curricula would offer staff at the same time as allowing a degree of flexibility. The next step would be to upload the information on centralised curricula to the website. Directors welcomed this as a very positive development for the Trust and its schools.

- 5.3.3.2 Directors welcomed the feasibility study, building on the successful opening of the LPS nursery, to develop existing nurseries to offer full day care as potential income streams. The focus would be on providing childcare solutions for school holidays rather than competing with sports club providers.

6. Trust Committee Business

6.1 Overview of HR issues

- 6.1.1 The Chair of the HR Committee summarised discussion at the meeting in October 2019, including:

- the tender for HR consultancy, including points on consultation procedures
- discussion on the staff wellbeing survey, including commitment to report back to staff before the end of the autumn term
- means of ensuring better understanding of exit interview and absence data, including identification of themes over time
- this item was deemed to be confidential, see confidential minute 9.3.

6.2 Minutes of FARCO meeting, 7th October 2019

- 6.2.1 The minutes of the FARCO meeting of 7th October 2019 (appendix 22) were received for information.

6.3 Minutes of ACC meeting, 25th September 2019

- 6.3.1 A verbal update was provided by the ACC Chair on the meeting of 25th September 2019, including:

- refinement of the list of KPIs to ensure stability and tracking over time
- review of Fischer Family Trust reports
- the temporary appointment of an interim Trust Education Welfare Officer (EWO) to cover sick leave and ensure the consistency of KPIs

7. Policies

7.1 Child Protection and Safeguarding

- 7.1.1 Directors were referred to the Child Protection and Safeguarding Policy (appendix 23). In response to questions from Directors, it was confirmed that safeguarding training was renewed every 2/3 years, with annual refreshers and quizzes. The interim EWO would be asked to standardise updates, aligning training records with the single central register. **JB to action.** Directors asked whether risk assessments had been completed for OPAL and were advised that this was the case, with a formal annual review process in place. The latest OPAL risk assessment would be reviewed at the ACC meeting in January 2020 and brought to the next Trust Board meeting. **JB to action.** It was confirmed that the policy

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had been updated in line with KCSIE 2019. The policy was approved, subject to the addition of a Director for Safeguarding being named in the document.

7.2 Admissions 2021/22

7.2.1 The Admissions Policy 2021/22 (appendix 24) was approved by Directors.

7.3 Health and Safety

7.3.1 Directors asked whether DRIS continued to be covered by the Health and Safety Policy (appendix 25) and were informed that advice had been sought from the Trust's insurers and that the site was considered to be operating as vacant. Appropriate wording would be added to the policy to reflect this status. **VB to action.** The policy was approved, subject to the agreed changes.

8. AOB and date of next meeting

8.1 Scheme of delegation

8.1.1 The revised scheme of delegation (showing tracked changes) was approved by Directors, subject to updating references to Members' terms of reference in line with the Governance Handbook 2019. **KC to action.**

8.2 Directors noted that this would be the last meeting attended by former Chair, C Lees. On behalf of the Board, the CEO expressed thanks for Mr Lees' personal contribution to the Trust, including devoting immense amounts of time, care, attention to detail and vision. His dedication and support since the formation of The Spring Partnership Trust 10 years ago had been instrumental in turning an idea into the current reality of a thriving six-school Trust.

8.3 The next meeting would be held on Monday 10th February 2020 at 7pm 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.