

THE SPRING PARTNERSHIP TRUST
Final adopted minutes of a meeting of the Directors
held at The Warren at 7.00pm on Wednesday 16th September 2020

Present:

Mr J Cliff, Chair
Mr A Blount
Ms C Barenbrug (via Webex)
Mr R Barlow
Mrs J Brinkley, CEO
Ms K Hawker (via Webex)
Miss R Punter
Mr R Taylor, Vice Chair

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

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

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 re-appointment of J Cliff until the first meeting of the Board in the academic year 2021/22 was proposed by R Punter, seconded by R Barlow and approved by Trustees, effective immediately.

1.3 Election of Vice Chair of the Board

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 2021/22 was proposed by J Cliff, seconded by R Barlow and approved by Trustees, effective immediately.

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

1.4.1 Trustees approved the Board and Committee membership v25 (appendix 1).

1.4.2 Trustees approved the renewal of the term of office of J Cliff for a further four years, effective from 2nd December 2020.

2. Apologies for absence

2.1 Apologies had been received from D Okafor. The meeting was quorate.

3. Completion of annual paperwork

3.1 The following forms were completed:

- Declaration of Pecuniary Interests (appendix 2)
- Code of Conduct 2020 (appendix 3)
- Fit and Proper Person (appendix 4)

THE SPRING PARTNERSHIP TRUST
Final adopted minutes of a meeting of the Directors
held at The Warren at 7.00pm on Wednesday 16th September 2020

- Related party transactions (appendix 5)
- 3.2 Trustees present confirmed that they had read the criteria for auto-disqualification from directorship (appendix 6) and that none were applicable. The Clerk would liaise with C Barenbrug, K Hawker and D Okafor regarding completion of annual paperwork. **KC to action.**
- 4. Minutes of previous meeting**
- 4.1 The minutes and confidential minutes of the meeting of 9th July 2020 (appendix 7) were approved by Trustees and signed by the Chair.
- 4.2 Trustees were referred to the matters arising report (appendix 8) detailing actions which had been completed and the status of outstanding actions as follows:
- 4.2, 5.2.4.1.1 A plan for reviewing HR policies this academic year will be brought to the next meeting. **JB to action.**
- 4.2, 7.1.1 The alignment of SCRs (format, updates, training) had been completed at the majority of schools. This item would be followed up at the ACC meeting on 23rd September 2020. **JB to action.**
- 4.2, 4.2 7.1.1 A Trust-wide procedure for carrying out regular checks of OPAL equipment and donations had been rolled out to all schools. Clear, written guidance to support schools with the Opal procedures will be included in the CEO report for next meeting. **JB to action.**
- 4.2, 9.3.2 It was confirmed that the job descriptions of HTs and HoSs had been clarified and would be formalised as part of the performance management process, including signing of job description by post holders. The revised job descriptions would be taken for review to the next meeting of the HR Committee. **JB to action.**
- 4.2, 4.2.5 It was agreed that a suite of KPIs would be reviewed and agreed by all Committee Chairs and that a process would be established for data to be generated monthly, monitored and reviewed by Committees and reported at Trust Board meetings. **CS to action.**
- 4.2, 5.3.1.2 Trustees noted that a single risk assessment for the full opening of schools from September 2020 applied to the central Trust and all Trust schools, including the Tree House unit at Midfield Primary School. A discussion followed on the most effective means of reflecting local risks at different sites across the Trust. It was agreed that each school (including Tree House) would adopt the Trust risk assessment template with local variances to be documented as an appendix at the end of the Trust risk assessment template and held on each site. **JB to action.**
- 4.2, 7.2.1 It was agreed that Trustees would receive an annual summary of complaints as part of the COO report at the first Trust Board meeting every year. Wording to this effect would be added to the Complaints Policy. **VB to action.**

THE SPRING PARTNERSHIP TRUST
Final adopted minutes of a meeting of the Directors
held at The Warren at 7.00pm on Wednesday 16th September 2020

5. Board Business

- 5.1 The Board was referred to the significant proposed revisions to Scheme of Delegation, (appendix 10) on which feedback from Trustees had been sought in advance of the meeting, and the accompanying transition notes (appendix 11). The main changes included the relationship between the Trust and Local Committees and updates to the table of delegated authority, as well as general editing and elimination of repetition.
- 5.2 The Chair and the CEO had collaborated with Local Committee Chairs throughout 2019/20 on proposed changes to the relationship between the central Trust and Local Advisory Committees (LACs) as it was proposed that they would be renamed. The terms of reference for members of LACs made clear that the role was an ambassadorial one, drawing on knowledge and experience of the local school area to support schools. It was anticipated that the clarity of the role of LAC members would be welcomed, with support for the central model provided by HTs/HoS.
- 5.3 It was reported that, apart from two parent members, all members of the Local Committee at LPS had resigned last term. The Trust was pleased to have retained the two parent members and would support them as well as working to recruit new LAC members. In response to a question as to whether an interim board should be appointed at LPS, it was confirmed that this was not required as the CEO, Executive Headteacher and Head of School would carefully monitor LPS and would report to ACC.
- 5.4 Trustees were concerned to ensure that the role of the LACs was well understood, noting the current barriers to face-to-face contact. It was agreed that video recordings and other resources such as FAQs would be made to deliver training to LACs and further consideration would be given to how to maintain socially distanced channels of communication. The Trust would look to find a mechanism to enhance the visibility of Trustees, for example by arranging remote meetings between pairs of Trustees, LAC members and HTs/HoS to offer support and reassurance. **JB to action.**
- 5.5 Trustees noted the potential impracticality of schools requiring central approval for any spend of over £500 and agreed that any operational, renewable contracts signed off by the school would be added to the list of service level agreements, stipulating the nature and amount of the expenditure, rather than requiring sign-off by the COO or EHT, as per the Scheme of Financial Delegation. This would be taken to the next FARCO meeting. **CS to action.**
- 5.6 Trustees approved the revised Scheme of Delegation and thanked R Barlow for his work on the document. The CEO would draft a change management plan to frame discussion of the new Scheme of Delegation with LAC Chairs at a remote meeting. **JB to action.**

6. Executive team reporting

6.1 COO report

- 6.1.1 The Board was referred to the COO report (appendix 12).
- 6.1.2 Trustees noted that a risk of disturbing asbestos had been identified during CIF work at HPS and that prompt remedial action had been taken. The status of asbestos in other schools would be checked. **VB to action.** Inquiries would be made as to why the risk at

THE SPRING PARTNERSHIP TRUST
Final adopted minutes of a meeting of the Directors
held at The Warren at 7.00pm on Wednesday 16th September 2020

HPS had not been identified in the latest asbestos management report and clarity sought as to the reliability of these reports. **VB to action.**

- 6.1.3 The COO provided brief context on two litigation cases. Legal advice was being provided by the Trust's insurers. Both cases were in the early stages of the process and an update would be provided at the next meeting. **VB to action.**
- 6.1.4 It was noted that the Child Protection and Safeguarding policy (appendix 13) needed to be reviewed. Trustees agreed the delegation of the review of the policy to ACC, following which the revised policy would be recommended to Trustees for approval by email. **KC to action.**
- 6.1.5. The Trust policy schedule (appendix 14) was received for information.

6.2 CFO report

- 6.2.1. Directors were referred to:

- the CFO report
 - recent letters from the Chief Executive of the ESFA (2)
 - the budget forecast return 2020/21
 - consolidated financial reporting to June 2020
 - monthly management accounts, consolidated balance sheet and cash flow statement to June 2020 (appendices
 - UHY commentary on key changes to the Academies Financial Handbook 2020 (appendices 15-23)
- 6.2.2 The attention of Trustees was drawn to two letters to Accounting Officers (copied to Trustees) from the Chief Executive of the ESFA and to the UHY commentary on changes to the Academies Handbook 2020.
- 6.2.3 Trustees approved the submission of the budget forecast return for 2020/21. The return had been reviewed by the CEO, the Chair and the Chair of FARCo during the summer holidays and feedback provided to the CFO.
- 6.2.4 This minute was deemed to be confidential, see confidential minute 10.
- 6.2.5 The renewal of the Trust's insurance policy had been completed. Information on the DRIS site had been requested by the insurers.
- 6.2.6 The year-end audit would begin on 28th September 2020. The internal audit report would be taken to the next FARCO meeting. **KC to action.**
- 6.2.7 Directors were reminded of the annual requirement to approve the Accounting Policies which would be used in the preparation of the annual accounts to 31st August 2020. The CFO confirmed that that no changes were proposed. The policies were approved.
- 6.2.8 Recommendations for teachers' pay award would be published on 25th October 2020. The CFO, in conjunction with the CEO would make a recommendation and seek approval from the chairs of all Committees and the Chair of Trustees. A discussion followed on the need to find a balance between offering competitive salaries, supporting

THE SPRING PARTNERSHIP TRUST
Final adopted minutes of a meeting of the Directors
held at The Warren at 7.00pm on Wednesday 16th September 2020

teacher retention, minimising recruitment costs and the sustainability of maintaining pay increments to all points of the payscale.

6.3. CEO report

6.3.1. Trustees were referred to the CEO report, the updated C19 risk register and contingency plans, tiers of national restrictions and the five-year strategic plan (appendices 24-27).

6.3.2 The risk register v2.3 (appendix 25) remained unchanged from v2.2, which had been approved by Trustees in July 2020. No significant concerns had been identified during risk assessment training at INSET days. v2.3 was approved by Trustees.

6.3.3 TSPT school improvement strategy 2020-21 and TSPT strategic plan 2020-25

6.3.3.1 The Committee was referred to the five-year strategic plan (appendix 27) which focussed on outcomes in key strategic areas over a three to five-year timeframe. The CEO provided commentary on the plan, which would underpin the Trust-wide vision and culture. In 2019/20, with the introduction of GAG pooling and the Spring curriculum, the six schools were beginning to work as one, and the culture and expectations of the Trust needed to be relaunched.

6.3.3.2 Trustees asked about the intended audience of the plan and were informed that it would be shared with Trustees, staff, parents and prospective new schools. It was intended that the clarity of the joint strategy shared by the Trust schools would be enhanced, encompassing the existing Digital Strategy and the new People Strategy, which was currently in draft. The plan would address the need for more focussed long-term strategic thinking. Trustees noted the importance of Committees scrutinising the detail of their respective areas of expertise, including review of KPIs, setting targets and parameters for progress, which would be reported back to the Board.

6.3.3.3 Trustees were mindful of the volume of work involved in the proposed approach and suggested that an additional meeting of Trustees be held, with the relevant members of the executive team to consider the strategy for their respective areas of expertise. Consideration at Board level would also be given to opportunities, such as expansion. The clerk would liaise with the CEO and the Chair to set a date for the additional meeting. **KC to action.**

7. Trust Committee Business

7.1 Overview of HR issues

The HR Committee had not met since its meeting in June 2020, but continued to support and challenge the staff restructuring process. The next meeting of the HR Committee would be held on 23rd October 2020.

7.2 Minutes of FARCO meeting, 30th June 2020

There were no questions from Trustees on the minutes of the FARCO meeting of 30th June 2020 (appendix 28), which had previously been circulated.

THE SPRING PARTNERSHIP TRUST
Final adopted minutes of a meeting of the Directors
held at The Warren at 7.00pm on Wednesday 16th September 2020

7.3 Minutes of ACC meeting, 15th July 2020

There were no questions from Trustees on the minutes of the ACC meeting of 15th July 2020 (appendix 29), which had previously been circulated.

8. Policies for review

8.1 Child Protection and Safeguarding Policy

8.1.1 The Child Protection and Safeguarding Policy had been discussed in minute 6.1.4.

9. AOB and date of next meeting

9.1 The next meeting would be held on Thursday 10th December 2020 at 7pm, venue tbc.

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

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.