

**MINUTES OF A MEETING OF THE FULL TRUSTEE BOARD OF
THE YES ACADEMY TRUST HELD VIA VIDEO CONFERENCING
ON 17TH MARCH 2020 AT 4.00PM**

Trustees Present: Tony Smith (TS) Chair
 Nic Brindle (NB) CEO
 Lisa Carden-Doorey (LC-D)
 Rob Halsall (RH)
 Tim Haselwood (TH)
 Martin Howlett (MH)
 Belinda Logan (BL)
 Chris Whyatt (CW)

Also in attendance: Chris Heptinstall (CH) Director of Business
 Paula Aucock Clerk

PART ONE – NON CONFIDENTIAL BUSINESS

		Actions
1.	<p>APOLOGIES AND ADDITIONAL OTHER BUSINESS Apologies for absence had been received from Ian Carden . These were accepted by the board.</p> <p>Coronavirus would be discussed under AOB.</p>	
2.	<p>CONFLICT OF INTEREST TS declared he is Chair of the Board of Governors of Alderley Edge Community Primary School and interim CEO of The Collaborative Educational Trust of Wilmslow (TCET). TH declared he is the Business Manager at Tytherington School. LC-D declared she is employed by Visyon in Congleton. NB declared he is on the Governing Body of Ridgeway Community High school. There was no foreseeable conflict of interest with the business to be discussed at this meeting.</p>	
3.	<p>MEMBERSHIP a) There were no changes to the Board of Trustees since the last meeting. b) There were no Board of Trustee vacancies in accordance with the constitution but this would be reviewed should the skills audit being currently undertaken identify any gaps in Trustee skills or</p>	

	<p>competencies. The FTB size could be up to 13 Trustees and local people wishing to join the Local Boards or as a Trustee would always be welcome.</p> <p>c) There were no terms of office due to expire before the next meeting.</p> <p>ACTION: Trustees to complete the skills audit</p>	Trustees
4.	<p>MINUTES OF PREVIOUS MEETING AND MATTERS ARISING</p> <p>a) The Part One minutes of the Full Trustee Board meeting held on 3rd December 2020 were discussed. A number of changes to terminology used of governors and FGB were identified. Subject to the correction of these minor amendments Trustees agreed the minutes as correct. These were signed by the Chair and would be scanned into GVO.</p> <p>ACTION: Signed minutes to be scanned into GVO</p> <p>b) The action log from the FTB meeting of 3rd December 2020 was reviewed. The following matters remained outstanding; all other actions had been completed.</p> <ul style="list-style-type: none"> • Induction programme and handbook for new Trustees - ongoing. • Skills audit – still some returns outstanding. • Trustees to ensure that their Safeguarding and Prevent training completed within the last 2 years – Trustees to be emailed if not completed. • Purchase and siting of a banner – ongoing. • A tour of the Axis site prior to the next FTB meeting has yet to be confirmed due to the Coronavirus outbreak – asap. • Tesco, Crewe has been booked for the next FTB meeting. Trustees will be kept updated in relation to the impact of Coronavirus on this – asap. • Provide details of possible sources of funding to provide counselling support at the Fermain Academy - ongoing. • Trustees to review and comment on draft KPIs via GVO – ongoing and additional action of draft KPIs to be included on summer FTB agenda. • Agenda item for the local scrutiny board to consider whether to appoint a Trustee with oversight on careers had been intended as an example of the possible wider remit of LSSBs. This was to enable a discussion about roles which would be carried out by LSSBs. Discussion at Finance, HR and premises and Educational Standards meetings about what are the key things we want to make sure LSSBs are looking at – ongoing. • Draft ToRs on GVO – Trustees to review and comment asap. • Trustees to review policies and record comments via GVO – ongoing . 	<p>Clerk</p> <p>NB/RH</p> <p>TS CH</p> <p>LC/RH CH</p> <p>RH</p> <p>MH/BL</p> <p>Trustees</p> <p>Clerk</p> <p>NB Trustees LSSBs</p> <p>Trustees Trustees</p>

	<p>c) A discussion on the draft KPIs had taken place during the review of the action log, item 4b.</p> <p>d) A discussion on the draft Terms of Reference for committees had taken place during the review of the action log, item 4b.</p> <p>e) The structure for ad hoc committees and associated ToR were approved with periodic review.</p>	
5.	<p>CHAIR'S ACTION The Chair reported that no action had been taken since the last meeting.</p>	
6.	<p>PART ONE REPORTS FROM COMMITTEES AND REPORTS FROM TRUSTEES WITH SPECIAL RESPONSIBILITIES</p> <p>a) The minutes of the Finance, HR and Premises committee and the Educational Standards committee held on 10th March 2020 were available via GVO.</p> <p>Trustees were asked for a summary of items of note given the short period of time between the meetings and the FTB. NB informed Trustees that there was work to do at standards level determine relevant KPIs. BL stated that Trustees wanted to ensure that NB and the team have the time to fully consider the level of scrutiny and balance required across the different schools. TH confirmed that Trustees had scrutinised the finances of the individual schools and The Yes Trust. The 3 year budget plan requiring approval prior to submission in July was being worked on. H&S was up-to-date and it was agreed that accident reporting would form part of the H&S report in future. Other matters discussed formed part of this agenda or the Part Two agenda.</p> <p>b) There were no other reports from committees.</p> <p>c) There were no recommendations requiring the approval of the Board of Trustees.</p> <p>d) There were no reports requiring the approval of the Board of Trustees.</p> <p>e) Due to the complexity of each school requiring tailored curriculum plans, Trustees recommended that curriculum plans should be delegated initially to LSSB level, reviewed by the relevant committee and be submitted to the FTB for final approval. NB to oversee from a Trust level.</p> <p>ACTION: Curriculum plan on LSSB agenda</p> <p>f) Trustees discussed the agenda item, approval of the staffing structure for 2020-21. As the Trust continued to grow this would become more complex for the Board to approve in its entirety. NB had some delegated responsibility for this and ensured both quality and affordability but there was a need to ensure a mechanism was in place for LSSB review. Trustees recognised there was a need to understand the differences in staffing structures required at each school. It was agreed that the role of the Trustees was to review the overall spend on staffing at each</p>	NB

	<p>school and The Trust, via KPIs, rather than at an individual member of staff level . Trustees may legitimately require a more detailed view of an individual school or The Trust at any point.</p> <p>ACTION: Determine LSSB staffing structure review mechanism</p>	NB
7.	<p>PART ONE CEO'S REPORT AND MATTERS ARISING NB had circulated his report via GVO and this had been discussed in depth at both committee meetings held on 10th March 2020.</p> <p>Q (TS): Had the process of aggregating the information from LSSBs into one report worked? A (NB): In part. At the moment NB was privy to all the information and could therefore pull all the information together, particularly as the dates were far enough apart to give him sufficient time. Going forward, the LSSBs report would be presented to the committees with an overarching report being provided to the FTB and referenced in his report.</p>	
8.	<p>TRUST DEVELOPMENT PLAN (SDP) NB had presented a detailed report at both committee meetings on 10th March 2020. The view of committee members was that he could provide an updated aggregated report rather than going through it at each meeting. The report was to be RAG rated and progress made to date included. NB welcomed Trustees to ask questions at any time. The majority of items would be green (completed). Trust development and expansion and development of governance at all levels would be amber (in progress) due to The Trust being newly formed but NB expected these items to progress to green by the autumn term meeting.</p> <p>ACTION: SDP on summer FTB agenda</p>	Clerk
9.	<p>TRUST IMPROVEMENT PARTNER/EXTERNAL ADVISER NB informed Trustees that there was no formal report from any SIP/external Adviser. Reports would always be a term behind. A report was imminent from Helen. Jane would be visiting after Easter but due to coronavirus this would probably not happen. NB would try to bring the visits and subsequent reports in line with FTB meeting dates.</p> <p>ACTION: Spring SIP/External Adviser reports on summer FTB agenda</p>	Clerk
10.	<p>FINANCIAL MATTERS CH confirmed that the 2018/19 audited financial statements had been published on the Trust's website by the required date of 31st January 2020. a) CH confirmed that the auditor's management letter had been submitted by the required date of 31st December 2019.</p>	

	<p>b) CH confirmed that the 2018/19 accounts return had been submitted by the required date of 20th January 2020. CH confirmed that the accounts and annual report had been submitted to Companies House.</p> <p>c) CH informed Trustees that the monthly management accounts had been looked at in detail at the finance, HR and premises committee meeting on 10th March 2020.</p> <p>d) The projected outturn for the Trust was £100K but as of the end of January, this was looking likely to be £162K. The Fermain proportion of the capital surplus was £83K. The Trust's bank balance was around £500k. CH was predicting an end of year surplus in all establishments and The Trust as a whole. A curriculum review was being carried out by Lee at Fermain which will affect staffing costs. The January opening of Axis had been reflected in the budget. There were still a number of unknowns at this stage (Cornerstone 2 or 3 sites, RSC decision) and the budget would be updated as and when decisions were made with a 3 year budget plan available after Easter. NB stated that the impact of the coronavirus on the budget would be calculated, given that Cornerstone offered short term placements which may be adversely affected in the summer term.</p> <p>Q (CH): What are the financial implications of the coronavirus at Cornerstone?</p> <p>A (CH): The placements are for 6-12 weeks and there is a top up funding element. We have the majority of funding in but it potentially means that we might not get any referrals after Easter, which will be a third of the top up income. There is currently a surplus at Cornerstone so this should not push us into an in year deficit but it will reduce the surplus for Cornerstone and therefore The Trust.</p>	
11.	<p>STRATEGIC GOVERNANCE – ORGANISATION ARRANGEMENTS AND CLERKING ARRANGEMENTS FOR 2020-2021</p> <p>a/b) Trustees were informed that the Clerk was not continuing with Cheshire East (CE). NB had considered alternatives and another company had provided a competitive quote for clerking provision which was being explored. TS made Trustees aware that it was a question being debated due to a number of changes in the clerking arrangements purchased through CE, that no conclusion had been reached but a robust solution of how best to support the Board going forward was required.</p> <p>ACTION: Options for clerking for 2020-2021 to be sought and costed.</p> <p>ACTION: Clerking arrangements on summer FTB agenda</p>	<p>NB</p> <p>Clerk</p>
12.	<p>TERM DATES AND HOLIDAYS FOR THE NEXT ACADEMIC YEAR 2020-2021</p>	

	<p>NB confirmed that the dates for 2020-2021 were published on the website. The proposed 2021-2022 dates would be brought to the next FTB meeting for approval.</p> <p>ACTION: Term dates and Holidays for the academic year 2021-2022 on summer FTB agenda</p>	Clerk
13.	<p>TRUSTEE MONITORING, TRAINING AND DEVELOPMENT</p> <p>a) Trustees discussed the possible role of a Training Liaison Trustee as this did not currently exist. Rob Halsall was appointed as the Training Liaison Trustee.</p> <p>b) TS informed Trustees that the skills audit was a work in progress with a view to the result being available in the summer term.</p> <p>ACTION: Complete Trustee skills audit</p> <p>ACTION: Item 13b on summer FTB agenda</p> <p>c) Trustees discussed the role and responsibilities they had in relation to LSSBs and what monitoring visits would entail. Visits would be at least once a term.</p> <p>Q (LC-D): Do you have a model you would like us to follow? A (NB): There is a proforma available.</p> <p>ACTION: Visit proforma to be sent to all governors and schedule of visits proposed.</p>	<p>TS</p> <p>Clerk</p> <p>NB</p>
14.	<p>TRUST POLICIES</p> <p>a) CH had prepared a policy schedule outlining dates for review, which committee would review the policy and those requiring FTB approval. The schedule would be put on GVO and Trustees were asked to note any comments or their approval on GVO.</p> <p>ACTION: Committee policy schedule to be put on GVO.</p> <p>ACTION: Committee policy schedule to be reviewed and commented on via GVO.</p> <p>b) The Whistleblowing policy was approved.</p>	<p>CH</p> <p>Trustees</p>
15.	<p>PLANNED RESIDENTIAL VISITS</p> <p>NB proposed that LSSBs should be responsible for approving their own UK school residential visits with international visits requiring FTB approval. NB confirmed there were no planned residential visits for the remainder of the year.</p>	
16.	<p>MEETINGS</p>	

	<p>The next Full Trustee Board meeting would be held on Tuesday 7th July 2020 at 4.00pm in the meeting room at Tesco, Crewe. A tour of Axis school would take place prior to the meeting. <i>Both subject to review due to the impact of Coronavirus.</i></p>	CH/RH
17.	<p>ANY OTHER BUSINESS</p> <p>NB updated Trustees of the impact Coronavirus was having on each school. A number of staff were absent and new intake had been stopped because their transition could not be supported effectively. The Fermain was going to be closed for Y9 who would be moving to online learning platforms with a twice daily check in, apart from child protection and LAC who would still attend school. NB thought this would change and The Fermain would be closed by the end of the week with Cornerstone moving to one site. Priority was being given to the most vulnerable and supporting Y11s with their GCSEs.</p> <p>Q (BL): Are you able to support some of the families eligible for FSM? Are local charities doing anything? A (NB): I am not aware of anything locally but will look into this further tomorrow. We will do something.</p> <p>Q (RH): In terms of governor training, have we purchased the training package? A (CH): We weren't utilising it enough to warrant subscription but it is open to all Trustees who wish to attend. Please just let me know so that I can expect to receive an invoice for the training.</p> <p>CH informed Trustees that he wished to amend the support staff sick pay scheme. Currently this was the same as for teachers and referenced working days not weeks/months. There are a number of support staff who work all year and the teacher's sick pay scheme is based on teachers working 195 days a year. The proposed changes had been reviewed by Browne Jacobson and the next stage was to consult with support staff.</p> <p>Q (TH): This sounds sensible. It isn't really changing their conditions for better or worse. How far have you got with it? A (CH): I have drafted a proposal. It changes the entitlement, for example after 4 years service a teacher (and currently support staff) has an entitlement of 100 days' full pay and 100 days' half pay. The draft proposal changes this to after 4 years service a member of support staff has an entitlement of 6 months' full pay and 6 months' half pay. It was important to get this right before further expansion of The Trust. The next stage was to speak to staff and if they agree, they will sign their acceptance of a change of term and conditions. It will affect 6-7 members of staff.</p> <p>Q (RH): Is that the standard level of sick pay in schools as it seems more generous than other employers' schemes? A (CH): It is the standard in schools.</p>	

	<p>Trustees approved the proposal to amend the support staff sick pay scheme to be based on weeks/months worked.</p> <p>ACTION: Implementation of approved proposal including consultation</p>	CH
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The meeting ended at 5.43pm.

Signed 

Date 7th July 2020