

Hope Learning Trust Board of Trustees' Meeting

Minutes of the meeting held on Wednesday 13th December 2017 at 5.30pm

Present:

Mr Brian Crosby (CEO)	Mr Andrew Simpkin
Mr Tony Myers (Chair)	Mrs Karen Osborne
Ms Katherine Humpleby	Mr Ian Thomson
Rev'd Jacqueline Doyle-Brett	

In Attendance:

- Mr Jonathan Verrier (Audit Manager, BHP) [to 6.05pm]
- Mr Mike Jackson (Audit Partner, BHP) [to 6.05pm]
- Mrs Allyson Buckton (Principal, Forest of Galtres Primary Academy)
- Mr Simon Bryan-Smith (Finance Director, HLTY)
- Mrs Jess Swarbrick (Governance Advisor – Clerk to the Board)

		Action
1.	<p>Opening Prayer The meeting opened with a prayer led by Jackie Doyle-Brett.</p>	
2.	<p>Welcome, Apologies for Absence and Declarations of Interest The Chair welcomed everyone to the meeting. Apologies were received, with consent, from Mike Ferguson, Katherine Sinclair and Mark Bennett. David Judson was absent.</p> <p>Katherine Humpleby declared an interest due to her role as Education Advisor for the Diocese of York, and also as a director of the Elevate Multi-Academy Trust.</p>	
3.	<p>Minutes of the meeting held on 8th November 2017 Previously distributed. The ordinary and confidential minutes were agreed to be a true and accurate record and were signed by the Chair.</p> <p>With reference to the Action Plan:</p> <ol style="list-style-type: none"> 1. It was noted that Saturday 3rd February 2018 had been proposed as a potential date for a Vision and Values session. The CEO advised that over half the Trustees had responded to confirm they could attend on this date. It was noted that the session would be for Trustees only, with the discussion being informed by feedback from the CEO and his consultations with other stakeholders. 2. It was noted that the final Trade Union Recognition Agreement had been approved at the Resources Committee on 27th November. 3. The Chair advised that he would be meeting with the Clerk and the CEO to review all committee terms of reference in the New Year, to ensure these aligned with the updated Scheme of Delegation. 4. It was confirmed that the Standards Committee terms of reference had been reviewed and would be brought for approval to the next meeting on 10th January. 5. The Chairs' Committee minutes had been circulated. 6. It was noted that comments on the Scheme of Delegation would be discussed under item 5. <p>There were no other matters arising.</p>	

4.

Annual Accounts Sign-Off

Mike Jackson, Audit Partner and Jonathan Verrier, Audit Manager, were in attendance from BHP to present the Annual Report and Financial Statement for the year ending 31st August 2017 to the Board of Trustees. It was noted that the Resources Committee had reviewed a draft copy of the accounts at their meeting on 27th November, and had subsequently provided scrutiny and feedback on the final draft via email.

The Auditors advised that the accounts followed a format inline with both charity law and the academies accounting direction as set out in the Academies Financial Handbook. The Auditors advised that it was part of their role to examine the Trustees' Annual Report as well as the figures for consistency and accuracy, to ensure this was not contradictory to the Trust's financial perspective. The Auditors confirmed that nothing had been found to be contradictory.

The Auditors advised that from a financial perspective, the focus with the Trustee's Report around financial review was found on pages 6 and 7, which explained the finances for the Trust in detail. Trustees were directed in particular to the statement on the Trust's Reserves Policy at the bottom of page 6. It was noted that the current agreed level of free reserves was £300,000 though this would be reviewed in the New Year, with a view to increasing it dependent on Trustees' approval.

The Auditors highlighted detail on page 20, the Statement of Financial Activities. They advised that assets coming into the Trust with new schools joining were reflected within the fixed assets. It was noted that the restricted funds income represented funds received for educational purposes, £10,355,000 for the year. Expenditure on educational activities £10,861,000. The Auditors advised that this resulted in an in year deficit of just over £1,000,000 though this was offset to some extent by a surplus on other incomes.

The Auditors also highlighted £1,013,000 in actuarial gains, which was due to movement on the North Yorkshire pension fund liability. The advised that as with other pension funds of this type, this year saw an improvement in the value of investments leading to a gain. It was noted that pensions were an ongoing liability which needed to be accounted for.

With reference to the Balance Sheet on page 21, the Auditors advised that the pension reserve had moved from £3,078,000 to £3,058,000. They advised that this represented the amount assessed by the actuaries as the net deficit on the fund that the Trust would have to make for employees/ex-employees in the fund.

The Auditors advised that the net current asset position on the Balance Sheet was just over £900,000 at year end, which was close to the figure from the previous year. Trustees noted that this showed a level of stability.

This concluded the Auditors' presentation of the Annual Report and Financial Statement and questions were invited from Trustees.

The CEO raised a question about the Reserves policy. He noted that the limit of £300,000 had been set five years ago as a single academy trust. With the growth of the Trust, he recommended that this needed to be revisited to determine a new level of free reserves.

The Auditors advised that there was no simple formula for determining what level of reserves were appropriate, and this was down to each individual Trust to decide. They further advised that where a Trust was growing and bringing in new schools, this brought added risk and added costs to bear in mind. The Auditors noted that the commentary in the Trustees' Report regarding the Reserves Policy was clear, with the Trust forecasting for in year deficits in the next two years which would impact on these free reserves.

	<p>Trustees agreed with this recommendation, and it was agreed that this should be reviewed by the Resources Committee, and a paper brought back to the Full Board summarising a proposal.</p> <p>The auditors highlighted an exceptional item under other expenditure of £13,176,000, which represented movement in fixed assets. It was explained that when Manor converted to academy status, it held a 125 year lease with the Diocese for land and buildings. During the course of 2016/17, that lease was cancelled and replaced by a Church Supplemental Agreement. As the 125 lease was no longer in place, this could no longer be treated as a fixed asset, and had to be treated as a disposal in the course of the year.</p> <p>The Auditors stated that they had issued two reports. The first was to verify that the Annual Report and Financial Statement was a true and fair representation of the Trust's position, and the Auditors advised that they were happy to confirm this, and had no cause for concern. The second report was to verify no irregularities, and to confirm that the funds received had been used for the purposes they were intended. The Auditors confirmed that they could also report that this was correct.</p> <p>The Finance Director advised that there was one small point of clarification required regarding disclosure note 12, which would be checked and reported back. It was noted that this would not affect either the Balance Sheet or the Statement of Financial Activity.</p> <p>Trustees unanimously approved the Annual Report and Financial Statement, and these were signed by the Chair and the CEO. (Proposed: Ian Thomson; Seconded: Andrew Simpkin)</p> <p>Trustees thanked Mike Jackson and Jonathan Verrier for their report and also formally recorded their thanks to the auditing team for their professionalism and support.</p> <p><i>[Mike Jackson and Jonathan Verrier left the meeting at 6.05pm]</i></p>	Resources Cttee
5.	<p>Scheme of Delegation</p> <p>A tracked changes version of the Scheme of Delegation had been previously distributed, containing all proposed amendments for information. The Clerk agreed that the final approved version would be included on all LGC agendas in the New Year, and would be circulated to all academies for publication on their website.</p> <p>Trustees also noted a paper on proposed changes to LGC constitutions, which had been previously distributed. The Clerk proposed ensuring alignment of LGC membership across the Trust, based on each academy's former status as a Community, Voluntary Aided or Voluntary Controlled school.</p> <p>The Clerk advised that it was for the Trust Board to agree any changes to the constitution of former community schools, whilst any changes to former VA or VC schools would need to be done in consultation with the Diocese of York. The Clerk advised that she would work with the Chair of the Trust, the Diocese and individual academies to map existing LGC membership across to the new structures over the next term.</p> <p>Trustees unanimously approved the Scheme of Delegation and the proposal on LGC constitution changes.</p>	Clerk
6.	<p>Scarborough Update</p> <p>An updated development plan had been previously distributed, with the inclusion of proposed work from September 2018, and what would happen post conversion should this</p>	

	<p>go ahead. The CEO advised that a decision would be made by the RSC Headteacher Board on Thursday 14th December.</p> <p>The CEO highlighted two issues for Trustees to note. The first was the need to ratify an executive lead over the two Scarborough schools. He advised that the Trust would need to get permission from North Yorkshire County Council on this matter. As both schools would still be under local authority control, consent would be required and would need to be ratified by their governing bodies.</p> <p>The CEO advised that there would also be a need to recruit a Secondary School Improvement Lead as soon as possible following a decision from the RSC, as this role was crucial to the planned work. He advised that this process was ready to be put in place as soon as a decision was received from the RSC.</p> <p>Trustees thanked the CEO for his update.</p>	
7.	<p>CEO Update</p> <p>Trustees noted the CEO's report, which had been previously distributed. The CEO highlighted two issues which would need further discussion at the next Full Board meeting on 10th January 2018.</p> <p>Baldersby St James</p> <p>The CEO advised that scrutiny of the due diligence process on Baldersby St James CE Primary had taken place on Monday 11th December, with three Trustees in attendance. He advised that a paper summarising this with a recommendation to approve the school joining the Trust would go out with the papers for the next Board meeting before the end of term. A debate and formal resolution would need to take place at the meeting on 10th January 2018.</p> <p>Stillington</p> <p>The CEO asked for the Board's agreement to support Allyson Buckton in her support of Stillington Primary School for the next six months. Details of this proposal were included within the report. The CEO advised that a SSIF bid had been put in for this work, but if this was not successful, the support would need to be funded by North Yorkshire County Council. He confirmed that this had been made clear to them. Allyson Buckton advised that the proposed plan involved working with the school to build capacity from within.</p> <p>Trustees asked what the capacity for numbers on roll was at the school. Allyson Buckton advised that it should be sustainable at around 50, though there were currently only 26 children. It was noted that the Standards Committee had also discussed this proposal, and had received assurance from the Primary Advisor that this support would not impact negatively on Forest of Galtres. Subject to the issue of funding therefore, Trustees agreed they were happy to support Allyson Buckton's work with Stillington.</p> <p>Central Team</p> <p>The CEO advised that existing talent within the Trust had been used to cover aspects of the COO role from September, with work being undertaken by the Finance Director, Wendy Munro (Vale of York) and Karen Forrester (Manor CE Academy) on a temporary basis. The CEO advised that he had extended these contracts for a further month to 31st January 2018, to allow for a proper discussion at the Full Board meeting on 10th January regarding a way forward. He advised that a paper would be circulated to inform this discussion, which would include a fully costed model of the proposed new structure.</p> <p>The Chair of the Resources Committee confirmed that he had discussed the temporary extension with the CEO, ahead of a full discussion on 10th January. He advised that he had requested further detail in the report on finances and the impact on other roles. It was</p>	

	<p>agreed that it would be important to ensure stability for the Central Team in their support to academies.</p> <p>Trustees thanked the CEO for his updates.</p>	
8.	<p>Policy Approval 8.1 Appraisal Policy Previously distributed. It was noted that this policy had been reviewed in detail by the Resources Committee. Trustees approved the policy unanimously.</p> <p>8.2 Complaints Policy Previously distributed. The Chair advised that the policy based on a model from City of York Council, and had been adapted to include an additional Stage 4, Trust Board consideration.</p> <p>Trustees agreed a further amendment to the wording at Stage 4, to read as follows: “If a complainant is not satisfied with the decision of the governors’ panel, the complainant should write formally to the MAT Board of Trustees, who will consider the written statement from the complainant, and the minutes and written statement, letter and or outcome of the Stage 3 review and make an appropriate determination”</p> <p>Subject to this amendment, Trustees approved the policy unanimously. The Clerk agreed to ensure that all academies received a copy of the new policy and uploaded this to their website as soon as possible.</p>	Clerk
9.	<p>Any Other Business 9.1 Diocesan Board of Education Member Guidance Trustees noted the above guidance, which had been previously distributed for information. It was noted that the Members had also received this guidance.</p> <p>Trustees were advised that the Members’ AGM would take place on Wednesday 10th January 2018 at 4pm at Vale of York Academy. Papers would be distributed to both Members and Trustees, and Trustees were invited to attend.</p>	
13.	<p>Confidentiality The Chair reminded Trustees that all discussions should be treated in a confidential manner.</p>	
14.	<p>Dates of Next Meetings (all 5.30pm): Wednesday 10th January 2018 (preceded by the AGM at 4pm). JDB apologies. Wednesday 7th March 2018 Wednesday 23rd May 2018 Wednesday 11th July 2018</p>	

The meeting closed at 6.40pm

Signed:



Mr Tony Myers (Chair)

Date:

10/1/18

Action Points from the Hope Learning Trust Board meeting held on 13th December 2017

	<i>ACTION</i>	<i>AGENDA ITEM</i>	<i>WHO</i>	<i>WHEN</i>
1	Discussion/review of Reserves Policy and recommendations to Full Board	4	Resources Committee	February 2018
2	Ensure all LGCs include the Scheme of Delegation on their next agenda and upload to their website	5	Clerk	22/12/17
3	Ensure all LGCs include Complaints and Appraisal policies on their next agenda and upload to their website as appropriate	6	Clerk	20/01/18

Items for the next agenda:

- **Staffing Structure and School Improvement Team**
- **LGC Updates (including minutes of any meetings available)**

Future agenda items:

- **Admissions numbers and potential increases**
- **Stakeholder feedback**
- **Teaching School presentation**
- **Admissions Policies (CYC and Manor) January 2018**
- **Reserves Policy recommendations from Resources Committee**
- **Scheme of Delegation Matrix review (July 2018)**
- **Governance Action Plan update**
- **HLTY Development Plan**