



COPPICE PRIMARY PARTNERSHIP

PUBLIC MINUTES FOR THE MEETING OF THE TRUST BOARD HELD ON WEDNESDAY 20th MARCH 2024

Trust Board present at the meeting held on 22ND May 2024 approved these minutes as a true and accurate record, and signed on Governor Hub electronically

PRESENT

Carole Hardy (CH), Chair	John Edgar (JE), Vice Chair
Isabelle Linney-Drouet (ILD), Trustee	Carina Cuddington (CC), Trustee
Neil McDonald (NM), Trustee	Andrew Maitland (AM), Trustee
Mark Chatley (MC), Trust Leader	Annamaria Potgieter (AP), CFO (Chief Financial Officer)

IN ATTENDANCE

Andy Lacey, Governance Professional	
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Yellow highlighted text demonstrates challenge / questions to the Trust representatives

PART A – PUBLIC DISCUSSION

1. WELCOME AND APOLOGIES FOR ABSENCE *(led by Chair)*

- 1.1 **Welcome:** CH (Carole Hardy) welcomed all parties to the meeting.
- 1.2 **Apologies:** Apologies for absence were received from PM.
- 1.3 **Quorum:** The meeting was declared as quorate.

2. DECLARATIONS OF INTEREST *(led by Chair)*

- 2.1 CH gave all parties the opportunity to declare any additional declarations of interest against the agenda to which none were declared.

3. APPROVAL OF MINUTES AND ACTIONS OUTSTANDING

3.1 Approval of Minutes of the Board meeting held on 7th February 2024:

- The public minutes were approved subject to an amendment to Item 4.1.
- The confidential minutes were approved without amendment.

Clerk action: AL to amend the public minutes and mark as signed on Governor Hub and publish on website

3.2 Actions Outstanding: Trustees noted the completed actions from previous meetings (recorded in the actions table). Other actions were discussed under specific agenda items, or below:

- **Governor Monitoring:** JE and MC had attended St Kath's LGB and CPS LGB respectively to brief governors on the monitoring arrangements trialled at LPS. JE said that St Kath's LGB liked the arrangements and asked to be sent the monitoring template to trial. MC feedback that CPS governors liked the idea of carrying out monitoring visits alternate terms rather than every term.

It was noted that JE had provided a governor monitoring template that AL had made available to all via Governor hub.

4. TRUST STRATEGIC DIRECTION

4.1 Trust Leaders report: MC provided Trustees with an overview of his report provided with the agenda. Key matters arising:

- **Trust values & behaviours.** MC provided trustees with a summary of his Trust Leader report.

JE expressed a view that whilst there was no need to remove the Trust values. It was agreed that they needed to be reviewed, and consider who and what we value, and be more meaningful to children, parents and staff.

NM asked why the three schools had different values? JE said that he thought the trust 'values' should be more generic to the Trust and business-like whereas the schools should retain their own identity and their values are therefore specific to them.

CC said that she thought the values were aimed at the children.

MC expressed a view that the Trust values represented the organisation whereas the school values were aimed at their needs and priorities including behavioural values, adding that all three HT's were 'value led leaders' and have relaunched the school values since starting as HTs.

CH asked if the school values stem from the Trust? JE said that whilst he did not disagree, schools both existing and new to the trust might find it more acceptable to have their own.

MC advised that trust and school values tend to be very similar, and therefore generally there are no surprises. MC gave the example that RL consulted staff and governors on St Kath's school values, which when reviewed were similar to those adopted by his previous school.

JE added that when in discussions with OAT about a possible merger it was found that our values were very similar but it was the approach to delivering such where we differed.

AM expressed a view that the values were set by the Trust, which in turn led to a mission statement and strategic goals, all underpinned by school values and behaviours specific to each.

CH asked how the trust / schools held people to account through expected behaviours? MC said it all depends on the level at which they are aimed at e.g. Executive Leadership or between peers.

ILD commented that you don't need explicit behaviours to set expectations, that Trust values should be the 'golden thread' throughout the organisation and all the schools in the trust, and that each school will have their own values that underpin the Trust values.

CH commented that if trustees were struggling with the concept then how did they expect others to understand? Further work is needed to establish trust values and for schools to have their own interpretation of such that reflects their individuality and needs, which is important for our existing schools and for others as the trust grows.

ACTION: MC would take away the comments and feedback, and develop the proposal further.

- **Quality of Education.** MC informed trustees that there would be a detailed update provided in T5 when the latest data becomes available. MC said that a considerable amount of time was being committed to improving teaching and learning related to writing and subject leads are committed to developing the writing curriculum for implementation in September 2024.
- **Leadership Capacity in the Schools.** MC highlighted to trustees that leadership capacity was stretched at St Kath's due to staff absences.

JE asked if the Trust was doing anything to support the St Kath's? MC said not at the moment, and that RL had taken a tough decision regarding SLT continuing to provide cover and support for teacher absence adding that it was good for the children but not SLT, which is reducing capacity for taking the school forward.

ILD asked if there was an issue with staff absence? MC replied there was not but there had been a few teachers on long term sick in a couple of the schools.

CH asked if absence management policy and procedures were being followed – MC confirmed that they were.

ILD asked if HLTA's were being used to cover classes? MC advised that HLTA's were already being used to cover classes but it had been difficult to recruit to vacancies so resources limited.

CH asked what was being done with regards to recruitment of teachers, building capacity through apprenticeships? MC replied that all schools had ITT in place for September 2024. **ILD asked if the Trust**

receives apprenticeship levy and if so, how is it used? MC confirmed that the Trust does receive the apprenticeship levy which is spent on staff development.

4.2 Growth of the Trust: MC informed trustees that Fusional had been commissioned to work on the design and format of the Trust promotional literature, and that he was working on a video library to compliment the prospectus.

See Confidential minutes

Trustees were also informed that the metrics others would look at when considering whether or not to join the Trust were predominantly 'green' with a couple of 'yellow' but there were no 'red'.

4.3 Trust Governance & Leadership Event: Trustees discussed the options for arranging a Trust Governance event whereby members, trustees, governors and SLT from the schools could get together. ILD suggested that the event was arranged on a Trust Board meeting date as this would facilitate trustee attendance.

See Confidential minutes

ACTION: MC to set a date for the event.

4.4 KMA Conference: MC shared the details of the forthcoming KMA conference with Trustees (28/6/24). JE asked if MC had a preference as to who attended the event, which he had found interesting when attending last year.

MC thought that trustee attendance would be useful and if more people wanted to attend than the five free tickets provided then additional could be purchased.

CH, JE and CC (trustees) and MC / AP expressed an interest in attending.

ACTION: MC to ask HT's and book the required number of places.

5. FEEDBACK FROM LGB'S AND SCHOOL SPECIFIC MATTERS

5.1 Feedback from LGB's:

- Coxheath – MC provided feedback from the T4 CPS LGB meeting, with the key matters being:
 - The school had carried out a safeguarding audit following the NCPS framework and had raised a question concerning training for contracted staff such as cleaners.
 - *See Confidential Minutes*

ACTION: CH to draft document outlining the role descriptors and expectations for Chairs of LGBs.

- Loose – JE provided feedback from the T4 LPS LGB meeting. The key matters being:
 - A discussion about establishing a charitable company for activities that generated income e.g. lettings and extended services, and exploring commercial letting opportunities for the school swimming pool.

Trustees questioned the requirements for establishing a charitable company such as formation, appointment of directors, need for its own trust board. ILD suggested looking at the Rochester Maths School as they hire out their swimming pool to a lot of businesses. CC expressed concern that it might require linked companies and could be seen as VAT avoidance.

CH concluded that the matter required careful investigation. JE said one of the LPS governors had experience of commercial pool operations and that he (RB) and ST were happy to help form part of a working group.

ACTION: AP to investigate the options for commercial hire of facilities and establishing a charitable company to manage such.

- A Site Manager had been appointed and subject to references and DBS check would start in April 2024.
- St Katherine's – the T3 LGB meeting cancelled due to the Ofsted inspection had been re-arranged and took place on 28th February 2024, quickly followed by the T4 meeting. CC reported that subject leads had attended both (history, PHSE, maths) and it was encouraging to see how committed staff are to improving teaching and learning.

5.2 St Katherine's Ofsted report: Trustees all agreed that the recent Ofsted was a very positive outcome for both the school and trust. MA informed Trustees that the outcome was being promoted on local radio and in local newspapers.

5.3 Coxheath Expansion project

- MC informed Trustees that the LA were developing plans and seeking proposals for the full expansion to expand the school. Monthly project meetings had been organised and the second had taken place on Thursday 14th March. There was a site visit taking place the following day (21/3) as there were some matters that needed to be seen as unclear discussing via Teams.
- Nick Abrahams (LA) had confirmed admission arrangements for September 2024, and trustees noted that other local school's admission numbers were good for 24/25.
- CH asked if the LA had confirmed the date by which a decision would be made on the full expansion project? MC confirmed that this was likely to be June 2024.

5.4 Loose SEND development

AP provided trustees with a summary of the report advising that the total cost for the identified works was £300k, which exceeded the available budget (£90k). As a result, three priority areas were identified – KS2 Year 4/6 toilets, KS2 lower cloakroom accessible toilet and KS1 disabled toilet near reception.

CH asked if the project include any improvements to fencing around the site? AP advised that it was hoped to include some improvements. MC added that £90k did not go very far and the priority was to address access arrangements inside the school.

ILD asked if there were any safeguarding concerns in relation to site security? MC confirmed that the site is secure but the boundary fencing with adjoining residential properties could be better. CH added that she had seen areas of the boundary fencing which were poor. MC said that CiF bids to improve site security had been considered for both LPS and CPS. At LPS, boundary fencing was considered secure (supported by 2023 external review of safeguarding) and so no bid was submitted. At CPS, a safeguarding CiF was submitted, but for the front fencing and office only as the remaining perimeter fencing was considered secure. This resulted in a lower cost CiF bid this year compared to the safeguarding bid from the previous year.

CH asked when would the SEND works be carried out? AP confirmed that they would be carried out over the summer holiday.

JE asked if the LA were funding the works via income received from planning gain? AP confirmed that they were but could not justify spending more than the funding.

NM suggested that we should identify what is needed now and have that costed. AP agreed to action.

ACTION: AP to provide costs for the works required now for Trustees to consider.

6. POLICIES AND KEY DOCUMENTS

6.1 Policies: MC informed Trustees that following on from F&A that he had consulted with staff but now also had to consult with Trade Unions on the employment related policies.

ILD said that she was surprised that all policies included those relating to staff and conditions of employment such as discipline were made public. In her opinion, these policies should be made available on an internal drive. MC said that it was a legacy and had simply continued with existing practice. AM concurred saying that it was unusual to publicly display internal policies.

ACTION: MC / AP to arrange for the removal of internal policies from Trust and School websites, and for these to be made available to staff via shared internal folders.

6.2 Trustees approved the policies and also the Pay Gap Gender report noting the deadline for submitting the latter was 31st March 2024.

ACTION: AP to ensure Pay Gap Gender report is submitted by the deadline.

6.3 Risk Register: JE informed Trustees that following receipt of further examples of Trust Risk Registers, additional work was required to the Risk Register. In addition, it was considered that there should be a Trust Risk Policy.

ACTION: JE to provide updated Trust Risk Register and outline of Risk Policy for discussion at T5 F&A meeting.

7. FINANCE & AUDIT COMMITTEE FEEDBACK

7.1 Feedback from F&A: AM provided trustees with the key issue being future years budget.

Future years finances - *see Confidential Minutes*

7.2 January 2024 Management Accounts & Budgets: AP provided Trustees with an overview of the management accounts provided with the agenda, which had been reviewed in detail at F&A. The key issue was that the funding letters had not yet been received from the ESFA.

see Confidential Minutes

Trustees noted that the SRMSA approved by F&A had been submitted by the ESFA deadline.

7.3 Catering contract

AP informed trustees that the Trust was re-tendering the catering framework as the current contract ends this academic year – *see Confidential Minutes*.

CC asked if the schools were happy with CDC? MC confirmed that the schools were generally happy with the existing catering contract.

JE asked what was the benefit of using a framework agreement? MC said capacity was one as the LA would have carried out due diligence and checks as part of the process. AP added that there were other frameworks such that provided by the DfE, and the existing contractor (CDC) or their parent company (SODEXO) might be on that contract.

ACTION: MC to consider the option of using an alternative framework agreement against carrying out our own due diligence.

7.4 Estate Management

- **Staffing:** MC informed trustees that NM had accepted the post of interim Estate Manager and would start on 15th April 2024 until 30th September 2024 initially. He would inform HT's at the Trust SLT meeting on Thursday 21st March 2024. Trustees noted that NM would be required to step down as a trustee.

ACTION: NM to resign from position of trustee / AL to notify Companies House and update records.

- **Energy Costs:** JE raised a concern following an earlier discussion at F&A where it was recommended that the Trust should engage the assistance of an Energy Broker to advise of possible energy savings. JE asked if there was a risk with the current contract? AM advised that there should not be an issue with the current contractor, LASER as not only are they linked to the local authority but was subject to an investigation and therefore, confident that they follow best practice.

AM offered to review the feedback and advice received from the Energy Broker.

ACTION: AP to provide Energy Broker response to AM for review.

7.5 Fraud

- Fraud Audit report – AP referred to the UHY fraud audit report informing trustees of the two 'advisories' or recommendations for improvement:
 - There should be a register of fraud incidents though appreciated there had only been one to note
 - Should reflect the possibility for fraud and bribery on the Risk Register
- Fraud self-assessment – Trustees received the revised self-assessment reflecting the amendment agreed at F&A.

7.6 Accounting for Overheads and Head Office re-charging:

CH asked for clarification on the approach used for top-slicing. JE explained the methodology used as this had been a matter discussed by LPS LGB. AP confirmed that the calculation was based on total income. CH asked if there could be a detailed written explanation provided to the next meeting.

ACTION: AP to provide trustees with a detailed explanation of the methodology used for calculating overheads and head office recharging.

8. GOVERNANCE

8.1 Governor induction and training: CH thanked AL for the research he had done in regards to governor induction and training, including the alternative training courses that are available. It was agreed that there needed to be a standard letter sent to Trustees / Governors on appointment, which was in addition to the communication sent to parent and staff governors on their appointment to an LGB. The letter should include a 'role descriptor' so as to clarify expectations as to what is expected from trustees and governors, including induction and ongoing training.

ACTION: CH / MC to review and draft relevant documents.

8.2 Loose LGB: Trustees ratified the re-appointment of JE to Loose LGB, which had been approved via email exchanges.

ACTION: AL to ensure records updated accordingly.

8.3 St Katherine's LGB: Trustees noted that RE had resigned from her role as Governor effective 28th March 2024. Trustees asked if the Associate Governor would be a possible replacement. CC said that preference would be for the Trustee appointed governor not to be a parent of a child at the school.

ACTION: CH / MC to discuss the appointment of a governor to replace RE.

9. SAFEGUARDING AND HEALTH AND SAFETY

9.1 There were no safeguarding or H&S matters to report to Trustees.

9.2 LADO referrals: *See Confidential Minutes*

10. ANY OTHER URGENT BUSINESS

10.1 There were no urgent items to raise under AOB.

11. CONFIDENTIAL AGENDA ITEMS

11.1 St Katherine's CiF Update: MC provided an update to Trustees confirming that the DfE had agreed to the final CiF grant payment, and the outstanding Maun Funding invoice had been paid. The DfE had written to confirm following their investigation, the funding for the Fire Safety CiF bid had been withdrawn. It was agreed that an appeal would not be submitted as a revised bid had been submitted in December 2023.

11.2 Appointment of Accountants and Auditors: Trustees noted the F&A discussions concerning the appointment of auditors and agreed that tendering would be undertaken in T6.

12. CONFIDENTIAL MATTERS AND ACTION POINTS

12.1 Trustees confirmed that the following items were also considered confidential: Items 4.2 (part), 4.3 (part), 5.1 (part), 7.1, 7.2 (part), 7.3 (part) and 9.2.

13. Meeting close and future dates:

13.1 Future meetings all commencing at 1730 will be held at Loose Primary School (staffroom) on:

- Wednesday 22nd May 2024
- Wednesday 10th July 2024

13.2 CH thanked all attendees for their contribution to the meeting. The meeting closed at 1930.

14. Meeting Outcomes: Against the agenda items, what have we achieved against the three core functions:

14.1 Ensuring clarity of vision, ethos and strategic direction?

14.2 Holding the executive leaders to account for educational performance of the schools

14.3 Overseeing the financial performance of the schools ensuring money is well spent?