

MEETING OF THE BOARD OF DIRECTORS

Minutes of the video conference meeting held on 12 September 2022

Directors	Office	Term
* Gary Benn		31/08/2025
Paul Gray		10/02/2026
Alison Meadows		11/05/2025
Sarah Mitchell	Executive Headteacher [EHT]	Ex-Officio
Andrew Taylor	Chair	31/08/2025
<i>In attendance:</i>		
Tom Bennett	Clerk	
* indicates absence		

Sarah Mitchell opened the meeting with a prayer

Action

47/22 Apologies for absence

None.

[The Clerk took the Chair]

48/22 Chair

The meeting noted that Andrew Taylor had expressed an interest in being re-elected as the Chair of the Board for 2022-23 and that no other nominations had been received. Following a proposal from Gary Benn, seconded by Paul Gray, Andrew was elected as Chair of the Board.

[Andrew Taylor took over the Chair]

The Chair thanked the Directors and advised them this would be his last year as the Chair of the Board.

49/22 Vice-Chair

The meeting noted no nominations for the position of Vice-Chair had been received prior to the meeting.

It was **agreed** to defer the election of a Vice-Chair to a future meeting.

Clerk

50/22 Notification of AoB

- The Government White Paper on Education

51/22 Notification of business interests/ self-declaration

Gary Benn declared that his wife worked for GOMAT, and he worked for Eddisons who provided services to GOMAT.

No other director declared a potential conflict of interest on any matters to be discussed at the meeting or that they had received or given hospitality or a gift that could be perceived to compromise their impartiality when dealing with matters for the Trust.

It was **agreed** that all Directors should complete and send to the Clerk, if they had not already done so, the annual of Pecuniary and Personal interest Declaration to update the business interest register and the HMRC Self Declaration of being Fit and Proper Person to be a Director/ Trustee by the end of September.

All

52/22 Governance

a) Membership of the Board of Directors

The meeting noted the current membership of the Board and that there were a number of vacancies following the decision of three directors to stand down for personal and work reasons at the end of the last academic year.

There were currently five directors that was the minimum allowed under the Trust's Articles of Association.

The Board had agreed at a previous meeting to find suitable candidates, particularly ones with a financial or business background, who would like to be considered and nominated to the Trust's Members as a director.

It was noted that governors on the Academies' Local Governing Bodies could be Directors that would help strengthen the Board's collective knowledge including the issues facing the academies as well as strengthen the two-way communication channels to and from the Board.

The Board needed more members to help it properly meets its role and responsibilities that was becoming difficult to do.

The Executive Headteacher [EHT] reported the vacancies had been advertised locally by both academies to parents and others.

The Chair reported adverts had also been sent out to the Chesterford Google Groups and in the Church Newsletter.

It was **agreed** that all the Directors should review their current contacts to identify any potential persons that may be interested in becoming a director

All

b) Code of Conduct for Directors 2022

The Code of Conduct for Directors had been updated and followed best practice as set out by the National Governance Association (NGA), the membership organisation for governors, trustees, and clerks of schools in England.

It was **agreed** to adopt the code for the new academic year with no further changes.

All

c) Code of Conduct for Academy Committee Members 2022

The meeting received, noted, and **agreed** to adopt the new Code of Conduct for Academy Committee Members 2022.

EHT

d) Keeping Children Safe in Education (KCSIE) 2022

The meeting received and noted updated statutory guidance Keeping Children Safe in Education 2022 and **agreed** to complete and return the declaration confirming that they had reviewed the updated guidance.

All

e) Scheme of Delegation

The meeting noted and **agreed** the Scheme of Delegation setting out the respective decision making and operational responsibilities of the Directors, the Local Governing Bodies [LGBs], the Executive Headteacher and Headteachers of each academy within the Trust.

EHT

f) Audit Committee - Membership

The meeting noted the current members of the Audit Committee were:

- Paul Gray (Director)
- Gary Benn (Director)
- **Vacancy (Director)**
- Ursula Lyons (independent member)
- Sam Goldstone (independent member)

It was **agreed** to appoint all the members of the Committee for a new two-year term.

g) Audit Committee - Chair

PG

It was **agreed** to appoint Paul Gray as the Chair for the Audit Committee for 2022-2023

h) Audit Committee – Terms of Reference

The meeting received and noted the committee's previous terms of reference.

It was **agreed** to ask the committee to review the terms of reference and to recommend any changes at the next Board meeting.

i) Annual Programme of Business

The meeting noted and **approved** the Annual Programme of Business setting out the Board's responsibilities and at which meeting it was planned to address them.

Clerk/
EHT

53/22 Policies

a) Reserves Policy

The EHT reported she had drawn up a new reserves policy following guidance from the Trust's new auditors, Griffin Chapman, the Academies Accounts Direction 2021 to 2022, the Charity Commission and reviewing various other trusts and academies' reserves policies.

The draft policy had been set on the following criteria:

- It was not anticipated that the Trust's total reserves would exceed 20% of GAG income unless it was agreed to set aside funding for specific capital or other projects. On the July 26, this figure was £360,000.
- The Trust's finances were being adversely impacted by several higher-than-normal expenditure increases such as Staff costs, SEND provision, catering costs and lighting and heating costs.

The draft included a number of specific provisions requiring agreement from the Board.

- **Section 4 - Schools in deficit**

It was **agreed** to include the provisions and requirements for academies that have no alternative but to set an in-year deficit budget.

- **Section 5 - Schools joining the Trust**

It was **agreed** to include the provisions and requirements for academies joining the trust on spending reserves when joining and with negative reserves or in-year budget deficits.

- **Section 6 - Expenditure against school reserves balances**

It was **agreed** to remove this section.

- **Section 7 - Expenditure against Trust reserves balances**

It was **agreed** to remove the second sentence.

b) Charges and Remissions Policy 2022

The meeting received and noted the Charges and Remission Policy that had been comprehensively reviewed and set out clearly all those activities where parental contributions were required.

The policy made it clear that with the rising transport and other costs school trips or events that were not sufficiently supported by parents' contributions may need to be cancelled.

It was noted staff had been asked to review all school trips and events to ensure they provided a high level of "value for money" and to consider cancelling those that did not.

Parents could also be asked to contribute towards the costs of materials and ingredients used in some of the activities such as art and catering where pupils took home items made.

The Chair asked whether the school could recharge the costs of supply teaching incurred for residential trips.

The EHT reported that supply staff costs would only be recharged if residential trips involved additional teachers to accompany the children on the residential and not for the cover of absent colleagues.

EHT

It was **agreed** to approve the Charges and Remissions Policy 2022.

c) Whistleblowing Policy

The meeting received and noted the Whistleblowing Policy.

Paul Gray noted the policy included, within the section on raising a whistleblowing concern the reference to “The Director / Governor with responsibility for Whistleblowing matters” and asked whether the Board had a Director with that responsibility.

The EHT reported that the Safeguarding and Whistleblowing responsibilities had been combined and was carried out by the Directors and governors responsible for Safeguarding. Liam Tobin had been responsible for Safeguarding for the Board prior to stepping down.

EHT

It was **agreed** to make the combined roles and person clear in the policy.

d) Complaints Policy

The EHT reported there had been an increase in the number of parents making complaints in schools.

The policy had been updated and was based on the guidance from the Department for Education. It also included ~~and~~ two clauses from Essex County Council on confidentiality and as well as clarifying the LA's role in the complaints process.

Alison Meadows asked whether the paragraph [Page 5] on the withdrawal of a Complaint was in the correct order of the steps being followed when resolving a complaint.

EHT

It was **agreed** to reorder the paragraph.

Alison Meadows asked whether the name of the current Clerk should be cross-referenced to the “Clerk” should be included in the policy.

EHT

It was **agreed** to include a cross reference for the Clerk.

The Board **approved** to Complaints Policy subject to the agreed amendments.

54/22 Corporate/ Strategy

a) Trust priorities for 2022-2023

The Chair set out the three key priorities facing the Trust being:

- Governance – To grow and strengthen the Board of Directors and its capacity to meet its role and responsibilities and to lead the development and growth of the Trust.
- Governance – To embed the EHT’s designated time role for the Trust following the appointment of and the part transfer of her responsibilities to a new Co-Headteacher at GCPA.
- Trust Growth – To complete the current discussion to increase the provision of education to pre-school children.

b) 2022-23 School Development Plans for each Academy

The meeting noted the draft objectives for the 2022-23 School Development Plans for each Academy being:

Debden Primary Academy

- To further develop the school's approach to mathematics.

- Pedagogy and feedback, to ensure that teaching and learning across the school is consistently good.
- To further develop the school's religious vision and ethos, enhancing the children's social, emotional, spiritual, and moral development and impacting positively on behaviour
- Curriculum development for French, PE, and Computing

Great Chesterford Primary Academy

- Curriculum development and leadership
- Leadership – to include new staff, new governors, new roles
- Early Years provision
- Phonics – introduction and implementation of new scheme
- Special Educational Needs, including Social, Emotional and Mental Health (SEMH)

Alison Meadows asked whether the key priority on Early Years Provision should be a higher order priority.

The EHT stated all priorities were of equal order and importance to each school and actions to achieve them would be carried out equally on a termly basis, however the order on how they were reported could and would now be changed.

The EHT reported that GCPA's School Development Plan had been amended following the draft Ofsted Inspection of GCPA to target those areas identified in the report where the Inspectors had felt further improvement could be achieved for the school to be assessed as “outstanding”.

It was **agreed** to approve the Key Priorities for each Academy subject to amending the order when reported.

EHT

55/22 Risk Register

The EHT reported she had carried out a major review of the risk register and had removed those mitigating factors that had now become standard practice and no further mitigations were recommended.

The likelihood and impact of several risks had reduced, e.g., Covid, MAT Development.

The key risk facing the Trust was recruitment and long-term staff sick leave, filling teachers’ roles and the staff resources and funding required to support the large number of pupils with high additional educational and behavioural needs.

It was **agreed** to update the names of those Directors responsible for monitoring the risks of certain areas following the departure of the three directors as follows

- Paul Gray to take over Andrew Armour’s responsibilities.
- Gary Benn to take on the responsibility for Data Breach.
- The Chair to take on the responsibility for monitoring Safeguarding.

EHT

56/22 Minutes

The minutes of the meeting held on 15 July 2022 were approved as a true and accurate record of the meeting subject to the following change:

Minute 44/22 - Any other business

Remove “Thanks were also expressed for Liam Tobin, who had also stepped down from the board this month”.

57/22 Matters Arising

a) Minute 44/22(c) – Budgets 2022-23

GCPA

The Board agreed to approve the GCPA Budget 2022-23 and the 2023-24 and 2024-25 projections subject to reviewing the projected staff costs and structure to re-balance the projected deficits in 2023-24 and 2024-25.

A revised budget 2022-23 and projections for 2023-24 and 2024-25 was drawn up and sent to all Directors for comment and approval as necessary. The changes to the budget reviewed at the Board meeting were reductions to the projected staff costs for 2023-24 and 2024-25. by £21,000 [Salary £15,000, NI £2,250, Pension] in 2023-24 and again in 2024-25 that had reduced the projected 2023-24 deficit to £3,800 and to a surplus of £6,160 in 2023-24.

A majority of Directors **approved** the revised GCPA Budget 2022-23 and projections for 2023-24 and 2024-25 by email. No Director objected.

MAT

The Board agreed to approve the draft Budget 2022-23 and Projections for 2023-24 and 2024-25, subject to establishing a MAT Development Reserve in the region of £5,000 to fund future growth of the Trust.

A review of the MAT's and DPA's Budget 2022-23 identified a provision of £2,036 for the Academy Development Levy had been included in DPA's Budget but not the MAT's. An amended MAT Budget 2022-23 was drawn that resulted in an increase in the reserves total at the end of year from £5,051 to £ 7,087. A transfer of £3,000 would be made from GCPA's reserves being their contribution to the future development of the MAT.

A majority of Directors **approved** the revised MAT Budget 2022-23 and projections for 2023-24 and 2024-25 by email. No Director objected.

b) ESFA Budget Forecast Return [BFR]

Following approval of revised budgets, the MAT's and Academies' Budgets were consolidated and entered on the ESFA's BFR workbook used to submit the budget data to the ESFA by 26 July 2022. The academy budgets and MAT budget had also been included in the workbook to confirm that the budgets used in the workbook were the budgets approved at the last Board meeting and with the approved adjustments detailed above.

The BFR Workbook was circulated to all Directors for review and approval.

A majority of Directors **approved** ESFA's BFR workbook that was subsequently submitted by 26 July 2022. No Director objected.

c) MAT Development – Confidential Minute

58/22 Finance

a) Requests for expenditure above EHT's approval limit.

None.

b) Requests for expenditure from LGBs

None.

59/22 Personnel

Staff Grievance and Discipline and Teacher Appraisal and Capability Policies

The EHT reported the policies had not changed from the policies approved last year but the Trust was required to review and approve them annually.

EHT

EHT

EHT

It was **agreed** to approve the policies.

EHT

60/22 EHT and HT's Performance and Pay

The meeting noted that the Trust's external educational adviser, Craig Duncan and Alison Meadows would carry out the EHT's and HTs' annual performance and pay reviews.

The first meeting to set the EHT's and HTs' annual targets would be held shortly.

61/22 Any other business

The Government White Paper on Education

Gary Benn highlighted the government's case, included in the White Paper on Education, for a fully trust-led system for all schools to be academies and part of a Multi Academy Trust [MAT]. The case also included a proposal for the many small MATs who had only two to three academies should join other MATS.

It was felt GOMAT should be "reaching out", on a non-commitment basis, to other Church of England schools on becoming an academy and joining the Trust.

The EHT reported that she had met the acting Director of Education at the Chelmsford Diocese Education Trust and had advised her of the Trust's desire to grow and discuss the benefits of joining the MAT with suitable schools.

It was **agreed** to update the map and list of suitable schools to approach and to include the item for discussion at the next meeting.

GB/EHT

62/22 Date/time of future meetings

- Thursday 08/12/2022
- Thursday 27/04/2023
- Thursday 13/07/2023

Approved by the Board on 8 December 2022