

## Uttoxeter Learning Trust (ULT)

### Minutes of the Meeting of the Finance and Audit Committee held in a virtual setting on Thursday 24 March, 2022 at 5.30 p.m.

**Present:** Mrs. Bennett (Vice-Chair), Dr. Clark (CEO), Mr. Harper, Mr. Slater, Mr. Haswell

**In attendance:** Mr. Davies (Clerk to the Trust Board)

#### 1 **Welcome:**

Trustees were welcomed to today's meeting by the Vice-Chair. Documentation had been circulated in advance of the meeting along with a clear and purposeful agenda. There were a number of strategic decisions that Trustees needed to reach at today's meeting that will be forwarded to the Trust Board on 28.03.22 for formal ratification. There was a good level of engagement throughout the meeting with Trustees asking challenge-based questions as appropriate.

The meeting was quorate.

#### 2 **Apologies:**

**Resolved:** That an apology for absence be received and accepted from Mr. Storer.

#### 3 **Confidentiality:**

Trustees were reminded that all discussions that take place at this meeting should remain confidential to the meeting.

#### 4 **Declarations of Interest:**

No declarations of interest were made by Trustees in respect of any items appearing on today's agenda.

#### 5 **Minutes of the Previous Meeting:**

**Resolved:** That the Minutes of the Finance and Audit Committee held on Tuesday 8 February, 2022 be approved as an accurate and true record.

**Resolved:** That the Minutes, Agenda and all reports and other papers considered at the meeting be made available for inspection if required.

The Clerk will sign and date the ratified minutes on behalf of the Vice-Chair. This task is important to ensure the PA to the CEO can ensure there is an electronic copy of historical minutes, retained for future reference and audit purposes.

#### 6 **Matters Arising:**

The CEO was invited to provide a brief verbal update of any matters arising from the February minute record. The following summary points can be noted:

### **1.1 – The Richard Clarke First School and Tom Thumb Insurance Implications**

The CEO confirmed she had liaised with the CFO over this matter with the appropriate next steps being taken to mitigate any perceived risk in this area.

### **1.2 – Bramshall Meadows First School**

There were a number of updates in this area which focused on applications and funding for September 2022; the expected growth in these pupil numbers over time; the way local residents will be informed of the new Build; recruitment activities that are currently underway for Reception and Nursery places; the formal handover of the building which is on track for the end of June and, finally, the approval of the Funding Agreement by the DfE. Trustees noted all of this supplied information.

### **1.3 – Service Level Agreements (SLAs)**

There have been some key developments around SLAs since the last meeting with the CEO sharing the latest updates in relation to Asset Management Plans; PR and Marketing; School H&S; School GDPR; HR and Legal Services. There was also some detail provided around the two IT MSPs that have been recruited and there was confirmation that the Trust leadership is organising an external review of governance, taking account of the last audit that was carried out by Entrust in 2018.

There was some good discussion around the PR and Marketing SLA with the current provider, SERO, ceasing operations due to retirement in September. With a new tender needed for September 2022, Trustees felt this was an excellent opportunity for the ULT to consider how PR and Marketing should function in the future. Some useful intelligence had been captured from Headteachers which indicated the level of impact that the current provider has had on the Trust and member schools – impact that should not be lost in any re-tendering process. Trustees also felt the functionality of the Trust website and the websites of individual schools should be important considerations in any re-tendering process, particularly as this is normally the first point of contact that any external stakeholder has with the ULT and there is the need for website compliance.

In all highlighted areas, the CEO and CFO will continue to apply the necessary due diligence as various tendering processes are actioned. Trustees can expect an update on the areas highlighted in a future meeting.

### **1.4 – Ryecroft C of E Middle School/Dove**

The CEO reported that under the direction of the Interim Executive Headteacher, various premises-related matters have been progressed at no extra cost to the School. It was confirmed that the new leadership team, working in conjunction with the leadership team at Dove/SUAT will need to ensure there is no slippage in respect of maintenance of the site. There was also an update on the IT suite and Memorandum of Understanding that are being progressed to a satisfactory conclusion with the necessary safeguards to be in place by Easter.

Other related updates included the successful appointment of a new Headteacher at Ryecroft C of E Middle School. It was confirmed that as the Deputy Headteacher post will be vacant from February half-term, various contingency plans have been put in place until Easter. There is also a wider discussion taking place (to be covered at the Trust Board) as to staffing provision for the rest of the academic year and beyond.

### **1.5 – All Saints Roof**

Trustees were provided with the latest developments in this area. It was confirmed a CIF bid has been resubmitted with a report including quotes from Entrust imminent. The CEO confirmed the ULT is awaiting final costs with a proposed loan on the table for the roof repair to be repaid over five years at £12K a year.

**Trustee Challenge:** Trustees enquired as to when the CEO is likely to hear about the success of submitted CIF bids within the current academic cycle.

The CEO confirmed the feedback will probably come towards the end of April which will coincide with the next cycle of meetings where an update will be provided.

### **1.6 – Redundancy Scheme**

Trustees were informed that a meeting has been scheduled with key stakeholders to consider the revised offer on 29.03.22. The CEO confirmed she is sourcing further advice on next steps if the revised offer is not accepted.

### **1.7 – School Resource Management Self-Assessment (SRMSA) Checklist**

The CEO thanked Trustees for their contribution to this document which has been completed and submitted in advance of the required deadline.

## **7 Risk Register:**

The Risk Register for the ULT had been shared with Trustees in advance of today's meeting.

**Trustee Challenge:** Trustees made several observations in relation to the Register. There were questions around where the ULT has got to with the Stone schools following the promotional pitch that has been delivered; what steps the Trust has taken to boost subject leadership in small schools; the thinking behind having the ransomware attack as a separate line on the Register; the extent to which the current lack of centralisation in relation to certain operational aspects should impact the overall risk level as reported and, finally, the extent to which Headteachers at a local level are adequately trained to generate their own Risk Registers in relation to the operational and strategic risks that they face on a daily basis.

The CEO responded to each of these points in turn, confirming that the Register will continue to be updated and tweaked between meetings as various forms of risk mitigation are put in place.

## **8 CFO Finance Report:**

As the CFO was not present at today's meeting, the CEO took Trustees through the following financially related items:

### **1.1 – Financial Update**

Trustees received a consolidated management report, a consolidated trial balance and a cashflow forecast as at 28.02.22. The CEO drew Trustees attention to a couple of notable areas – i.e. the on-going challenges with supply staff costs (as a result of staff absence linked to the pandemic, long-standing operations being completed, etc.); the increase in premises-related costs that have impacted a number of schools in specific ways (costs that may be offset by recent CIF bid applications) and a recognition of the looming energy crisis that will impact budgets significantly in the coming years. Trustees were informed that based on the latest Entrust guidance, electricity prices are set to increase by 100% and gas by 200% with no obvious mitigation available.

### **1.2 – Grant Figures**

Trustees received the latest grant figures for schools which indicated the actual 2022-23 income versus the initial budget forecasts for the same time period. In all cases, the actual income is higher than forecast which in many cases can be explained in the way the Sparsity Grant is calculated and the result of increases in other formula factors. Trustees noted the supplied information which will clearly inform the budget setting and planning process.

### **1.3 – Engagement with Schools**

It was confirmed that the CEO and CFO are currently meeting with Headteachers and their respective Chairs of Governors to review actions as a result of the previous internal audits, the projected out-turn until 31 August and the provision of back office/central services for September 2022. The CEO confirmed that roughly half of the visits have been completed to date with the discussions proving to be both engaging and fruitful. Schools are sharing their action plans with the CEO/CFO and these plans are providing the CEO with the reassurances she needs that the necessary due diligence is being applied in these key areas.

## **9 Growth Strategy:**

### **1.1 – Review of Central Team and Finance Team**

This matter has been discussed in detail at the last committee meeting. Following an initial sharing of proposals, it had been agreed that a more stepped approach was required to ensure both the capacity of the central team can be increased in the short-term and that some of the current vulnerabilities that the ULT is at risk of being exposed to can be more effectively mitigated.

In terms of new/enhanced posts that are required, the following proposal was shared with the Finance and Audit Committee:

1. That the post of CFO be increased from 0.6 to 1.0
2. That a post to support First School Finance functions to be appointed and expected to be equivalent to 0.4 FTE.
3. That a full-time post be advertised with a premises/facilities and health and safety operating remit. This post will be accommodated within the Central Team in the first instance,
4. That the post of PA to the CEO be increased from one to two days a week for the next academic year, during which plans for the permanent appointment could be reviewed.

**Resolved:** That the suggested new/enhanced posts be approved with immediate effect. These posts will now go to the Trust Board for formal ratification.

**Resolved:** That the CEO take account of this action.

**Trustee Challenge:** There was a wider discussion in relation to the new posts which focused on how line management structures will need to evolve; starting salaries for the new posts and how these salaries will be appropriately benchmarked; the scope of some of the new roles in terms of core accountabilities and, finally, the need for some posts to deliver strategic intent as well as operational compliance.

**Resolved:** That the CEO take account of this feedback and discuss these areas with the Chair of the Trust Board/CFO, subject to these posts being formally ratified.

It is likely the growth of the Central Team will be a subject that is discussed at length at future meetings. For now, Trustees were thanked for the views they have expressed in relation to this key strategic issue at today's meeting.

### **1.2 – Presentation to Stone Schools**

This matter has already been referenced in these minutes. Following a successful promotional pitch, the ULT has been invited back to present its vision in greater detail to this group of schools. Plans will be put in place to facilitate this process once a date for the follow up meeting has been agreed.

## **10 Safeguarding:**

There were no specific Safeguarding updates provided at this point in the meeting.

**11 Policies:**

Trustees were asked to formally approve the revised Pay Policy to accommodate the pay rise backdated for support staff.

**Resolved:** That this updated policy be approved with immediate effect.

The Policy will now be forwarded to the Trust Board for formal ratification.

**Resolved:** That the CEO take account of this action.

There was also an update that was shared at this point around the Indexation in the Teachers' Pension Scheme. It was reported that the Trust has sought further guidance from HR and the Local Authority (LA) on this matter. The advice at the present time is to 'await further guidance' which is the stance the ULT will be taking over this complex issue.

**12 Any Other Business:**

There was no additional business on this occasion.

**13 Confidentiality:**

Trustees were asked to identify if there were any items/materials which needed to be excluded from any Agenda, Minutes, reports or other papers discussed at the meeting which would normally be made available for inspection following the meeting.

Trustees were also asked to identify any items included on the Agenda which require recording in a Confidential Appendix to the Minutes.

**Resolved:** That it be identified that no item needed to be recorded in a Confidential Appendix to the Minutes.

There were no items/materials identified for exclusion.

**14 Dates and Times of Future Meetings:**

The date of the next meeting was confirmed as Wednesday 11 May, 2022 at 5.30 p.m.

All that was left to do was for the Vice-Chair to thank all Trustees for their attendance and contributions to today's meeting,

The meeting was brought to a close.

PP	Mrs. Bennett P. Davies - Clerk	14.06.22
<b>Chair</b>		<b>Date</b>

## Uttoxeter Learning Trust (ULT)

**Minutes of the Meeting of the Finance and Audit Committee held in a virtual setting on Thursday 24 March, 2022 at 6.30 p.m.**

### Action Matrix

Minute	Owner	Action Required	Action Update
5	CEO	Make February minutes available on request.	
5	Clerk	Sign ratified minutes and share them with PA to CEO.	
9	CEO	Ensure central team/finance team proposals are forwarded to Trust Board for formal ratification.	
9	CEO	Determine next steps once posts have been ratified.	
11	CEO	Ensure Pay Policy is tabled at next Trust Board meeting.	

**Date of next meeting:** Wednesday 11 May, 2022 at 5.30 p.m.