



BAY LEARNING TRUST

MINUTES OF THE BOARD OF DIRECTORS

Minutes of the virtual meeting of the Board of Directors held on Tuesday 14 December 2021 at 5:30pm.

Present:

Academy Trust Members

Professor John Crewdson (Chair)
Canon Professor Chris Carr
Reverend Leah Vasey-Saunders
Mr Stephen Whittaker

Trustees

Mr Ben Ardern
Canon Peter Ballard
Mr Paul Boustead
Mrs Dawn Cheetham
Mr Mike Dudfield
Mrs Nicky Gomersall
Mr Chris Hopkinson
Mrs Sally Kenyon
Mrs Val Wilson

Also present:

Mrs Fiona Graham (Clerk)
Mr Andrew McKinnell (Chief Operating Officer/Chief Finance Officer)
Mr Rob Mitchell (CWR Chartered Accountants – Observer)

Apologies:

Apologies were received and accepted from;
Academy Trust Member, Bishop Jill Duff, Trustee, Mrs Jane Watson and from
Director of Operations, Mr Gavin Gomersall.

The meeting was opened with a prayer.

ACTION

The chair welcomed Reverend Leah Vasey-Saunders and the clerk to their first Annual General Meeting and Full Board Meeting. Also, he welcomed Mr Rob Mitchell.

Chair's initials

Prior Items

1. Receive and consider Annual Report and Financial Statements

The Chair explained that it was necessary for the Board to give prior approval to the Annual Report and Financial Statements for the year ended 31st August 2021 before these could be presented to the Members.

The Chair continued that under the Articles of Association it was necessary to hold an Annual General Meeting and to submit the Financial Statements and Annual Report to the Department for Education by 31 December each year. It was deemed appropriate to embed the Annual General Meeting into the Full Board Meeting. The Financial Statements and Annual Report had been amended at the Finance and Resources Committee. The amended documents had been circulated prior to the meeting. Members were given the opportunity to ask questions. The Full Board Trustees were invited to participate in discussions on the Financial Statements and Annual Report, give their approval and then recommend approval to the Members.

Rob Mitchell presented the Annual Report. The layout of the Report was similar to last year and it was compliant with all regulatory bodies. The Report was made up of three sections; Trustees' Report, Independent Auditor's Report and the Financial Statements.

Page 24 of the Annual Report recorded the Statement of Financial Activities incorporating Income & Expenditure Account. At the end of the financial year the total funds carried forward amounted to £35,552,000.

Rob Mitchell explained that he had prepared a summary sheet showing how the figures set out in the Report related to the four schools and the Trust. Rob Mitchell shared on screen the document entitled, information for client meeting. He highlighted the details for each school and commented that the details on pensions referred to the Local Government Pension Scheme and the trend was worse for each school.

The Chair thanked Rob Mitchell for the succinct overview and presentation of the Annual Report. He recommended that the Board accept the Annual Report and Financial Statements.

2. Annual General Meeting

The Trustees unanimously approved and accepted the Annual Report and Financial Statements subject to the following amendment;

- Canon Rev C Newlands (resigned 28th February 2021)
be amended to
- Rev Canon C Newlands (resigned 28th February 2021)

The Trustees recommended that the Annual Report and Financial Statements be passed to the Members for approval.

The Members unanimously approved the Annual Report and Financial Statements.

Rob Mitchell gave his apologies and left the meeting at 6:33pm.

Academy Trust Members, Canon Professor Chris Carr, Reverend Leah Vasey-Saunders and Mr Stephen Whittaker gave their apologies and left the meeting at 6:35pm.

21.01 Declaration of Interest

There were no declarations of interest in relation to agenda items.

21.02 Appointment of Chair

Following a short discussion Professor John Crewdson was proposed and seconded as the Chair of the Full Board until the autumn term 2022.

21.03 Appointment of Vice Chair

Following a short discussion Canon Peter Ballard was proposed and seconded as the Vice Chair of the Full Board until the autumn term 2022.

21.04 Code of Conduct

The Trustees adopted the Code of Conduct and reflected on the commitment, duties and responsibilities included in the code. All agreed to adhere to the Code of Conduct.

21.05 Minutes of the Last Meeting

The minutes of the previous meetings held on 6 July and 22 September 2021, having been circulated, were approved and would be signed by the Chair as a correct record, subject to the following amendment; **chair/clerk**

'Cannon' be amended to 'Canon' throughout the minutes.

21.06 Matters Arising

There were no matters arising from the minutes of the previous meetings.

21.07 Register of Business Interests

There were no declarations of interest in relation to agenda items.

21.08 Formal Approval of Academy Improvement Board (AIB) Central Lancaster High School

Membership of the AIB structure

Sally Kenyon explained that the AIB had been put in place in order to focus specifically on driving rapid and sustainable school improvement. The AIB was formed from autumn 2021 and replaced the Local Governing Body that was operating until that point. The very committed Local Governing Body members had been thanked for their support of the school over a number of years.

Membership of the AIB comprised;
Chair Phil Wood, Ofsted Inspector and retired headteacher.
Anne Rickards, Retired SENDco, specialist in specific learning difficulties
Alexis Holden, Parent
John Cowper, Acting Principal
Matt Auger, Acting Assistant Principal
Andrew McKinnell, Chief Operating Officer/Chief Finance Officer Bay Learning Trust
Paul Young, Parent

The first meeting of the AIB had been held on 26 November 2021. It had been both positive and challenging. Since the meeting Paul Young had taken the decision to step down from the AIB. He had expressed an interest in supporting the school over two years ago, since that time his circumstances had changed and he was no longer a position to provide the necessary commitment. He had offered to help set up a PTA for the school and so still support the school but in a different capacity.

Scheme of Delegation

John Crewdson and Sally Kenyon agreed to meet to ensure the Scheme of Delegation was succinct and specific to Central Lancaster High School.

**John
Crewdson
Sally
Kenyon**

Trustees approved the Scheme of Delegation as an operating document subject to the amendments to be recommended by John Crewdson and Sally Kenyon.

Terms of Reference

Trustees approved the Terms of Reference subject to the following amendment;

Section 2 Membership
The names Sally Kenyon and Paul Young be removed from the list of members.

clerk

21.09 Review of Scheme of Delegation for Academy Improvement Board (AIB) Morecambe Bay Academy

John Crewdson and Sally Kenyon agreed to meet to ensure the Scheme of Delegation was succinct and specific to Morecambe Bay Academy

**John
Crewdson
Sally
Kenyon**

Trustees approved the Scheme of Delegation as an operating document subject to the amendments to be recommended by John Crewdson and Sally Kenyon.

21.10 Reports from Committees

Trustees noted the minutes of the following meetings;

a) Quality and Standards held on 12 October 2021

John Crewdson, Chair of the Committee highlighted points that had been raised at the meeting. Each school had undergone a performance review meeting with a focus on curriculum delivery and behaviour management.

The Chair added that the performance review had been very helpful to Carnforth High School where a Section 8 Ofsted Inspection had taken place on 8 December and 9 December 2021

The Chair thanked Sally Kenyon, the school team and the SIP team for all their hard work. The report following the inspection was confidential at this stage.

Sue Farrimond, Director of School Centred Initial Teacher Training (SCITT) had reported that 54 trainees had been recruited.

An application for Teacher Apprenticeship had been submitted. This would add another dimension to the SCITT as those trainees came with a school. The Chair reported that since the meeting this application had been accepted and SCITT now had the authority to offer apprenticeships.

The Trust had supported three schools under service level agreements and this had now risen to five schools.

The Committee had approved the use of the quality assurance schedule for each local governing body. To date no face to face training had taken place.

Sally Kenyon confirmed that an Acting Principal had been in place at Central Lancaster High School since 1 September 2021. An advert for the position of Principal had been posted and interviews would be held in January 2022.

The next item of discussion was deemed confidential and minuted as such.

Permanent sixth day registered provision with policies in place would be opened next September at Central Lancaster High School.

b) Finance and Resources held on 7 December 2021

Peter Ballard, Chair of the Committee highlighted points that had been raised at the meeting.

The Chair of the Committee said that the Annual Report 2020-21 had been discussed at length earlier in the meeting. He referred Trustees to page 7 of

the minutes where it was recorded that Paul Jarvis had been appointed as the Trust accountant and would commence employment on 21 February 2022.

The Chair commented that a remarkable job had been achieved in gaining a number of Condition Improvement Fund (CIF) bids. There were no longer limits to how much could be contributed by the schools. The rules now used a points system. 5-10% contribution was worth 1 point moving up to 30% being worth 6 points.

A Trustee had suggested at the meeting that if Central Lancaster High School intended to contribute 20% towards the CIF bid would it not be better to borrow the money from within the Trust, for example from Ripley St Thomas CoE Academy, and repay the money over a number of years.

Andrew McKinnell added that after the Finance and Resources Committee meeting he had made some enquiries with the Education and Skills Funding Agency (ESFA) about school reserves. He had been informed that the ESFA looked at Trust reserves as a whole rather than school by school reserves.

The Chair of the Full Board added that it was essential to enhance the profile of Central Lancaster High School and that Phase 2 of the building project was completed. This would amount to £3½m.

Trustees approved the borrowing of money by one school within the Trust from another school within the Trust subject to the details being legally drawn up and the money being paid back to the lending school over a number of years.

Dawn Cheetham gave her apologies and left the meeting at 7:02pm.

Trustees were referred to the Trust's monthly accounts updates. The Finance and Resources Committee had had sight of the details for the month ending September 2021. Prior to this meeting all Trustees had received the details for the month ending October 2021. Andrew McKinnell added that the in year deficit for Central Lancaster High School was work in progress. Some staff had resigned since the report had been compiled.

c) Audit and Risk held on 23 November 2021

Val Wilson, Chair of the Committee highlighted points that had been raised at the meeting.

The finance compliance updates had raised questions about the number of bank accounts held by Carnforth High School. A recommendation had been made to streamline the bank accounts.

The Safeguarding Update; Checklists for all schools and Trust Safeguarding and Wellbeing dashboards, had raised questions about the number of accidents and the type of accidents. It had been agreed to provide additional details in future so checks could be made on specific categories for links that could be identified to reduce accidents.

The Chair of the Full Board thanked Andrew McKinnell and Val Wilson for the details and all the documentation on compliance.

Trustees were referred to the Management letter compiled by CWR Accountants. The letter highlighted in year issues and issues from the previous year.

Andrew McKinnell explained that the issues from the previous year had all been addressed and the issues listed and actions to be taken for the current year had been accepted.

Peter Ballard gave his apologies and left the meeting at 7:06pm.

21.11 Report from the Chief Executive Officer (CEO)

Sally Kenyon presented her report to the Trustees. She said that the School Improvement Partners (SIP) had worked hard to support schools and the pace and speed had paid dividends at Carnforth High School.

Developments

Ripley St Thomas SCITT had been approved as a provider of Teacher Apprenticeships, first trainees would be recruited by June 2022. This opened up a whole new marketplace for recruitment to the SCITT and would provide additional capacity at the SCITT for Sue Farrimond to recruit more teachers.

Central Lancaster High School had been chosen as the venue for the Lancaster Music Hub. The existing music practice rooms at the school would be refurbished. 30 primary school children would visit the school every week for peripatetic tuition.

The Trust had been chosen by Ashton Science Learning Partnership to form a new 'Enthuse Partnership Hub'. This project was led by York University, involved STEM CPD, and would commence in January 2022.

Assessments 2021-2022

Sally Kenyon expressed grateful thanks to Gavin Gomersall who would again lead on these assessments across the Trust. She added that parents were more aware of the importance of in school assessments.

School Preference Information 2021-2022

The school preference data supplied by the local authority showed that all the schools in the Trust had grown in popularity this year. Central Lancaster High School had marginal gains, but this was still a positive indicator. It was intended that any pupils who were allocated Central Lancaster High school would be met with as soon as possible for a presentation on the Trust's Vision and Values along with the new build and new Principal.

Safeguarding

Sally Kenyon mentioned that across all schools more and more parents were going straight to Ofsted with safeguarding concerns. This would lead to an 11A investigation. On any occasion this had had happened across schools in

the Trust Ofsted had been completely satisfied with the responses. Ms Victoria Wallace LCC Schools Safeguarding Officer would be providing a presentation on 5 and 6 January 2022 on Designated Safeguarding Leads (DSL) and expanding safeguarding teams.

School Improvement, Inspections and Growth

All schools had received Review and Support visits in the early autumn by a team of ex-HMI including the CEO, and these had been well received.

At Central Lancaster High School, a new curriculum plan had been produced and all core subjects had been given an additional hour per week from September. Work had been done to ensure that the BTEC courses at the school were high quality and linked well with Lancaster and Morecambe College.

The construction of the mathematics curricula at Morecambe Bay and Carnforth had limited pupils' progress. Leaders had worked with an Ofsted Inspector who was a mathematics specialist to remove these barriers to progression.

Long term absences issues had been resolved at Morecambe Bay Academy.

The school improvement work had been very well received. The Trust was now supporting five Lancashire Secondary Schools with a package of School Improvement Support.

The next item of discussion was deemed confidential and minuted as such.

Provision for pupils with Special Education Needs and/or Disabilities (SEND)

This was identified as an area for development across the Trust schools. Lots of staff training and updating of processes were in place.

The Chair thanked Sally Kenyon for her informative report and all her hard work. Mike Dudfield, Trustee and Chair of the Local Governing Body for Carnforth High School expressed his grateful thanks to Sally Kenyon for all her help during the Ofsted Inspection at the school. The Chair reiterated these thanks and congratulated the school team and members of the Local Governing Body for their part in the Ofsted inspection.

21.12 Bay Learning Trust Website and Communications

Sally Kenyon said that the updated website was nearly ready. Factored Ltd were working on the rebranding for the website, but also ensuring it would be compliant.

21.13 Proposed Programme of Training

Sally Kenyon said that training days would be arranged again and it was unfortunate that the Covid pandemic had put a stop to face to face training. The priority would be the MAT summer evaluation of the Trust. Over the last

couple of days Phil Wood had complied a MAT criteria training programme with a focus for Trustees.

21.14 Any Other Business

There were no items of other business.

21.15 Confidentiality

It was agreed that parts of item 21.10 and 21.11 were deemed confidential and would be minuted as such.

21.16 Date and Time of Next Meeting

The next meeting of the Full Board Meeting would be held on Wednesday 23 March 2022 at 5:30pm.

The schedule of dates was confirmed as follows:

SPRING 2022		
Date	Committee	Time
Wednesday 19 January 2022	Quality & Standards	5:30pm
Wednesday 9 March 2022	Audit & Risk	5:30pm
Wednesday 10 March 2022	Finance	5:30pm
Wednesday 23 March 2022	Full Board Meeting	5:30pm

SUMMER 2022		
Date	Committee	Time
Thursday 12 May 2022	Quality & Standards	5:30pm
Thursday 9 June 2022	Audit & Risk	5:30pm
Thursday 30 June 2022	Finance	5:30pm
Thursday 14 July 2022	Full Board Meeting	5:30pm

The Chair expressed his grateful thanks to Paul Boustead who would be leaving the Trust to take up a new post at Leeds University. He thanked Paul Boustead for everything he had done to support the Trust.

The Chair thanked everyone for their attendance and input and wished everyone a Happy Christmas.

The meeting closed with The Grace at 7:29pm.

I confirm that the minutes have been agreed as a correct record of the meeting.

Signed.....(Chair)

Date

Chair's Initials.....



Chair's initials