



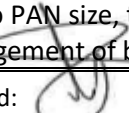
ACES ACADEMIES TRUST

Minutes of the Board of Trustees Meeting held on Tuesday 20 July 2021, 5.15 pm, via Zoom

Present: Brian Message (BM), Chair and Trustee
Cliff Fluet (CF), Trustee
Gary Weston (GW), Trustee
Dan Lewis (DL), Trustee
Rebecca Ryan (RR), Trustee
Jefrey Matemba (JM), Trustee
James Nicholson (JN), Trustee
Chris Meddle (CM), Trustee

In attendance: Andrew Goulding (AEG), CEO
David McMillan (DRM), Finance Director
Debbie Warner, Clerk

1.	Apologies
	Apologies were received from Claire Rose and Raj Joshi.
2.	Declaration of interests
	No conflicts of interest were declared.
3.	Elections/Resignations
	<ul style="list-style-type: none"> - Gary Weston's term of office finishes at the end of year. GW said he was happy to continue for another term. - Due to increased work commitments, Cliff Fluet is stepping down from the Board of Trustees. - Dan Lewis confirmed to step down as Chair of the Standards & Innovations Committee but will remain on the Board of Trustees. - Ian Phillips (currently Vice Chair of the Standards & Innovations Committee) to become Committee Chair from September 2021. - The Chair confirmed his intention to continue as Chair of the Board of Trustees for another year from September 2021. - Claire Rose sent email confirmation to the clerk of her intention to step down as a Trustee with immediate effect. <p>Trustees unanimously agreed with all appointments and resignations.</p>
4.	To approve the minutes of the last meeting of 27 April 2021
	The Chair highlighted the action point from the last meeting regarding the leased land which will be discussed later in the meeting. Trustees approved the minutes of the meeting.
5.	Finance update (JN/Finance Director)
	<p>The Finance Director provided Trustees with a finance update:</p> <p>Forecast end of year position is £300,000 surplus which excludes expenditure of c. £100,000 due to COVID which will not be recovered. Out of this surplus, £200,000 is ring-fenced for sports premium and COVID catch up funding which is to be spent in the next academic year. £100,000 has been spent from reserves on digital poverty.</p> <p>3 CIF bids were submitted this year: 1 successful bid for replacement of boilers at Godmanchester Community School. The other 2 unsuccessful bids: a new build Sixth form bid is being appealed and new roofing at Hinchbrooke School (Middle School) will be resubmitted in the Autumn term. The Godmanchester Bridge Academy (GBA) field project tenders will start tomorrow. Work on Godmanchester Community Academy (GCA) play surface will start imminently.</p> <p>The Chair asked for clarification that the Trust's current reserves sit at £1.7m which was confirmed by the Finance Director. The Chair advised that the top slice mechanism for each of the schools is 7% in order to fund the central team. The Finance Director advised Trustees that, as Hinchbrooke School's income increases due to PAN size, their top slice would increase slightly to 7.3%. The Finance Director added that the management of budgets such as the IT and Site Team will be taken over by the central team.</p>

Signed: 
Date: 28/09/2021

Referring to the current surplus, the Chair enquired if there was scope to make a one-off bonus payment to staff for their efforts during the COVID period to reflect the work that has been done in extraordinary circumstances. Discussion followed on whether a bonus should be awarded in vouchers or by payment to salary. Trustees advised regulations on vouchers should be explored and ensure that any payment is non pensionable. Further discussion on how much should be awarded to staff and a gift of £200 was deemed appropriate to each member of staff at a cost of approximately £80,000 from Trust reserves. It is anticipated that this should be included in August pay with an announcement made to staff before the end of term.

ACTION: FD TO SPEAK WITH AUDITORS ON HOW BEST TO ISSUE BONUS PAYMENTS TO STAFF

The Finance Director updated Trustees on the new trading company for the PAC at Hinchingsbrooke School. A licence has been obtained for the purpose of purchasing and selling alcohol. The company will be set up during the summer break and a £5,000 share capital into the company will allow the company to be set up. It will be run through a separate bank account and listed separately on Companies House. Profits will go back to the Trust and Hinchingsbrooke School: 20% and 80% respectively. The Finance Director confirmed agreement had been obtained at committee level but is also seeking approval from the full board. The Chair of Finance confirmed that the arrangement is compliant with the Trust's auditors. Trustees approved the request from the Finance Director to set up the company and for ACES to become a shareholder with a capital of £5,000.

The Finance Director updated Trustees on the budget: He was pleased to report that a profit was being made in all schools. A budget submission will be sent to the Dfe next week. Deficit is likely to occur in 5 years' time based on the Finance Director's assumptions.

Questioning/challenge:

- **A Trustee referred to the low numbers at GBA and the constraints of growth outlined in the Finance Director's report**
- **The Finance Director stressed the need to be cautious not to take numbers away from GCA.**

Trustees approved the budget.

6. CEO's Report

The CEO outlined the key points contained in his report. He referred to the new Academies Handbook which will come into force in September 2021 and will require a number of governance changes. The Trust has recently commissioned an external governance review, details are contained in the CEO's report. The implications of the review and new Academies Handbook are reflected in the Scheme of Delegation.

Changes to the Academies Handbook:

Representation of parents: Trustees agreed that parental representation should be provided through the local governing committees rather than the Trust.

Recommendation of named Trustee for lead responsibility for Safeguarding and health and safety:

Nominations from Chris Meddle as Safeguarding lead and James Nicholson as Health & Safety lead were received with unanimous agreement from Trustees.

Board agreement of frequency of external audit of governance: Trustees were in agreement with the CEO's recommendation of an external audit at 3 yearly intervals with the option to carry out an additional audit in the event of any significant changes.

Ex-gratia payments: Severance, compensation, ex-gratia and severance payments - payment limits should be delegated according to payment limits. Trustees felt the delegation levels were appropriate and approved the proposal.

Governance Review:

The CEO highlighted recommendations from the report and discussion followed where approval was required by Trustees.

Electronic signatures should be accepted: Trustees agreed that it was a more effective way to sign off digitally but recommend using an e-signature tool.

Information to Members: The CEO highlighted the need to evidence the need for members to attend the AGM and a requirement to provide information. Suggestion by CEO that Chairs of Committees wrote a report to

send to the Chair in order to provide information to Members. Agreement from the Trustees to provide a report to the Members once per year in September.

Scheme of Delegation:

The CEO highlighted the recommended changes to the document.

Local Governing Bodies now referred to as Local Governing Committees

Appoint Trustee with responsibility for Compliance: Jeffrey Matemba was nominated and appointment was approved by Trustees. The CEO thanked JM for accepting the position.

Reference to ESFA to be changed to Academies Handbook

ECT policy to go to HR Committee in Autumn term

Acknowledgement of MAT assessment framework

Delegation of sign off of audited accounts: The CEO informed Trustees that Members should delegate this to the Trustees; this requires Members' agreement.

Other minor amendments to the Scheme of Delegation were highlighted to Trustees. Trustees approved amendments to the document.

ACTION:

**CEO TO SEND UPDATED SCHEME OF DELEGATION TO CHAIRS OF THE LOCAL GOVERNING COMMITTEE
CHAIR TO CHECK WITH MEMBERS ABOUT DELEGATION OF SIGN OFF FOR AUDITED ACCOUNTS**

Growth strategy is also detailed in the CEO's report which includes an extract from the minutes of LGC of Spaldwick Primary School stating their intention to enter into a process of due diligence with a view to joining ACES. Trustees were pleased to hear that Spaldwick Primary School are intending to join the Trust and asked if the timescale suggested (January 2022) was achievable. The CEO informed the meeting of the process that needs to take place and that he would check on the timescale with the lawyers, but he was hopeful. He also stated that unfortunately, leads from other MATs have not progressed. However, he has had positive conversations with two other small Trusts with reciprocal visits planned for Hinchbrooke in September.

The CEO informed Trustees that unfortunately the bid application for a Cambridgeshire secondary school was unsuccessful. The CEO intends to receive feedback on the application in early September.

7. AOB

On behalf of RJ, the Finance Director provided an update on the leased piece of land affected by cycle ramps. He was pleased to confirm that following a further meeting with Cambs Police, the Local Authority have agreed to take back the piece of land and the Trust will continue to lease the 2 football pitches.

The Finance Director reminded Trustees to complete outstanding Safeguarding training.

The Chair thanked Cliff Fluet for his considerable input as Trustee and wished him well in his new venture.

Meeting finished at 7.05pm