

GEMS LEARNING TRUST
MINUTES OF THE BOARD OF DIRECTORS
held on

Thursday 9 June 2016

ATTENDEES

Dr Harry Ziman (Chair)		Present
Joe Garrod (vice-Chair)	H&S	Absent
Andy Collings	Finance, Audit and Risk lead	Present
Jodie Croft	CEO & Operations lead	Present
Terri de Quincey	Education, SEND, Safeguarding and Child Protection lead	Present
Pippa Hogg-Andrews	Principal Twickenham Primary Academy	Present
Luisa Weinzierl		Present
Rony Valeny		By phone (joined 1700)
Alison Ashcroft	Principal Designate Didcot Primary Academy	By Phone (joined 1655)
Also present		
Mary Aston	Clerk	Present

Part One (Non Confidential) Meeting opened at 1640

1. Welcome and Apologies for Absence

- 1.1. The Chair welcomed Attendees to the meeting. Apologies for absence received from Joe Garrod.
- 1.2. The Chair congratulated Andy Collings on his new role and confirmed that Andy would continue to be part of the GLT Board and that there would be no conflict of interest.

2. Items for AOB and confidentiality

- 2.1. No items were reported to be discussed in the Confidentiality section of the meeting.

3. Declarations of Pecuniary and Business Interest

- 3.1. All present confirmed that they had completed Declaration of Interest forms and that none were outstanding and there were no declarations relevant to this Agenda.

4. Minutes of previous meeting of Board of Directors on 8 March 2016

4.1. The minutes of the meeting held on 8 March 2016 approved. A signed copy will be kept by the CEO.

4.2 Actions: These were discussed and outcomes can be found in the appendix.

4.2.1. Jodie Croft advised that there was a document in Governance. It was agreed that Andy Collings and Jodie Croft would meet to refine this and report at next meeting.

090616 4.2.1 Action: To be carried forward meeting to be held with AC and Jodie Croft to refine existing document in Governance

4.2.2. Jodie Croft circulated a document, containing information on vision & strategy for GEMS schools. Agreed to carry forward to next meeting.

090616 4.2.2 Action: Jodie Croft to circulate information on vision & strategy for GEMS schools. Agreed to carry forward to next meeting.

4.2.3. Phase 2 works in progress. Improved gas boiler and heating system. All lights LED. EFA aware of present high energy costs and Jodie Croft making case for one-off funding to help towards the costs incurred. Issues with the handover of the building from the previous building contractors had aggravated the situation but Jodie Croft advised that the new building contractors are taking ownership.

4.2.5. Jodie Croft advised that, in line with the local authority guidelines, Didcot would not give priority to children in nursery when they become due to start in reception for the Academic Year 2017/18. The Didcot admissions policy will be reviewed for the Academic Year 2018/19 in early 2017

4.2.6 Action: 5.1.9 A temporary solution for the Broadband issues has been found which has improved the Broadband service to TPA. The situation should be resolved by August 2016 when final wiring is completed. Jodie Croft reported that she has negotiated a significant discount from the supplier due to the service problems this year.

4.2.7 Action: 5.4.1 All Board members have been circulated with the copy of the audit report by Terri de Quincey.

4.2.8 Action 6.2: Jodie Croft reported that DPA will have two Reception classes. Both of which will be full. With the post opening grant there will be funding for the additional class.

4.2.9 Action:10.3 Pippa Hogg-Andrews advised that she already has contact with Deer Park School and has visited that school.

4.2.10 Action: 10.4 Jodie Croft and Pippa Hogg-Andrews confirmed they had both completed the Prevent training. Luisa Weinzierl advised that she had previously completed similar training. Harry Ziman to recirculate the web link for the Prevent training so any Board members who had not completed this training could do so.

4.2.2 Action: Harry Ziman to resend Prevent link and Board Members who have not yet completed the training to do so.

4.3. There were no “Matters Arising” not covered on agenda

5. Principal Report Twickenham Primary Academy (TPA)

The following papers had been circulated to the Board in advance:

- Principal’s Report to Board Summer 2015
- TPA Self Evaluation
- TPA School Development Plan

5.1. Pippa Hogg-Andrews commented on the papers previously circulated:

5.1.1. Pippa Hogg-Andrews reported that the long awaited Planning Application has been approved on 11 May 2016 and planning permission granted to TPA, allowing for, amongst other opportunities, more formal co-operation with the local community.

5.1.2. As the planning application was not approved until after the deadline for parents to apply for places for the September 2016 Reception intake, this has affected the number of applications. At the time of the meeting, 38 places had been accepted. Pippa Hogg-Andrews reported that she and Jodie Croft are discussing the situation with the DFE Consultant and speaking to the DFE to agree the way forward as the numbers are low for 2 classes but too high for one class. Pippa Hogg-Andrews reported that they had been let down by the EFA Consultant cancelling his meeting at the last minute. Jodie Croft advised that she is looking at staffing 2 classes out of the budget. Alison Ashcroft suggested moving some of the new Reception children into a combined Reception/Y1 class. Pippa Hogg-Andrews explained that this would not be desirable due to the different curriculum requirements for both Reception and Year 1 pupils, as well as the adverse reaction which would be received from existing and new parents. Harry Ziman agreed that it would not be good for the school’s reputation to take such action. Jodie Croft advised that there was a predicted deficit in Year 2 and Year 3 of operation but accounts should balance in Year 4. Harry Ziman asked if TPA would be subject to any financial warning letter but Jodie Croft advised that she did not think this would be the case.

5.1.3 Pippa Hogg-Andrews advised that the staffing issues of earlier in the year had been resolved and the present staff team was strong. Pippa Hogg-Andrews also confirmed that all staff had had Prevent training.

5.1.4 Full update on EYFS progress and attainment data was given and explained that TPS had been through rigorous Moderation. All targets were likely to be reached or exceeded. Pippa Hogg-Andrews advised that she was pleased with the attainment levels achieved. Terri de Quincey said that there had been good levels of development and she was confident that as a result of the rigorous moderation the results reported in Pippa Hogg-Andrew’s report were accurate and that the children should be well

placed to move on to Year 1. Harry Ziman asked that the staff concerned be congratulated for the results they were achieving and that the results were a powerful tool to “sell” the school to future potential parents. Pippa Hogg-Andrews said much of the achievements were due to the positive leadership of Petra Gollob.

5.1.5. Pippa Hogg-Andrews explained that a familiarisation audit had been prepared for LAC members and that there were preparations for an audit to identify skill sets for the LAC members. Jodie Croft advised that the inclusion of parents on the LAC met the requirements to have parents as part of the strategy for wider involvement. Harry Ziman asked what the LAC needed from the Board. Andy Collings suggested Board Members should attend LAC meetings. Pippa Hogg-Andrews suggested that perhaps the question of how the LAC could help the board should also be considered and Harry Ziman agreed there needed to be a strategic role for the LAC. Terri de Quincey suggested a workshop including Board Members, LAC and parents. Harry Ziman asked that the Board’s appreciation be given to the LAC for all their help with the planning application within the local community. Jodie Croft agreed to consider further ways of strengthening the role of the LAC.

5.1.5 Action: Jodie Croft to consider the role of the LAC and ways of strengthening links with The Board and to thank them for support with the planning application.

5.1.6 Pippa Hogg-Andrews discussed the School Development Plan and advised she felt having the action points was a useful tool. Pippa Hogg-Andrews advised that there was nothing specific to report nor any particular difficulties. It was felt that the 3 year Trust Development Plan was relevant and useful. It was reported that EYFS/Year 1 action plans had been drafted for Terri de Quincey to approve. Harry Ziman asked if the plan was having an impact. Terri de Quincey advised that she believed it was and would be relevant in future years.

5.1.7 The place of the website was discussed and it was agreed that this needed to be of higher and more relevant quality and Harry Ziman stressed the importance of giving priority to the website so that it is more relevant as a “sales” tool for the 2017/18 intake and it was agreed that the TPA website required more of a school presence and less of a corporate one.

5.1.7 Action: Pippa Hogg-Andrews to prioritise updating the TPA website to ensure that it is more relevant

5.1.8 Jodie Croft advised that there are limitations to the present website design for both TPA and DPA but agreed that it needed to look less Corporate. Rony Valeny suggested that it is possible for the websites to be more school branded and less GEMS branded. One difficulty is the lack of funds and time to move to a different platform. The possibility of looking at another website supplier was discussed. Alison Ashcroft advised that it might be possible to get a new website set up for approximately £1200 with approximately £400 per year running costs and was asked to look further

into this possibility, although Jodie Croft reported that even this level of cost would be difficult for TPA to consider with present budget restraints but it was agreed that Alison Ashcroft should get quotes for all three schools and Jodie Croft would then take this further. Harry Ziman again stressed how critical a good website is to the public face of a school.

5.1.8 Action: Alison Ashcroft to obtain quotation for a new website provision for Jodie Croft

5.1.9 Discussion then returned to TPA School Development Plan with Terri de Quincey advising that having carried out a safeguarding audit, this was outstanding, with teaching and learning good, work scrutiny was consistent and TPA had good links with external agents. Terri de Quincey reported that the SCR was totally up to date; parental support was extremely strong with strong leadership motivating parents. It was noted that Joe Garrod would be visiting TPA to carry out a Health and Safety audit and report.

5.1.9 Action: Joe Garrod to carry out a Health and Safety audit at TPA

6. Principal Designate Report Didcot Primary Academy (DPA)

6.1 Alison Ashcroft reported that, following successful recruitment, all teachers had been appointed and nearly all TAs, with only 1 TA left to appoint.

6.2 At the time of the meeting, 60 Reception places had been accepted, 29 Y1/2 Mixed class places accepted. 1 place has been offered and 5 on the waiting list. Consideration is being given to recruiting another teacher.

6.3 A successful meeting to promote DPA had taken place in May with over 200 Attendees.

6.4 Jodie Croft advised that whilst it had been scheduled that DPA would be handed over on 5 August this has now been delayed until early September. Contingency plans have been put in place, including the use of porta cabins. Harry Ziman asked if everything was ready to open in September and Jodie Croft confirmed it was. Harry Ziman thanked Alison Ashcroft for all her hard work in the lead up to DPA opening.

7. CEO Report to Board - Kingston

7.1. Jodie Croft reported that the search for a temporary site for the Kingston school was ongoing. The search criteria had changed as it now appeared that there was not enough demand for a 2 form entry and a 1 form entry was now planned. It is now forecast that there are fewer families in the area than initially anticipated. Jodie Croft confirmed that the school can proceed financially on the basis of a 1 form entry. One possible site being a Scout building which is being investigated. A temporary site will need to be in place by June 2017. The timescale for the Scout building is unclear. Harry Ziman agreed it was

important to maintain deadline and, if necessary, review decision at the end of the deadline.

7.1 Action: Jodie Croft to continue negotiations for temporary Kingston site

8. Finance Report

8.1. Andy Collings reported that forecast budgets are to be submitted by 31 July 2016. Arrangements will be made to circulate to the Board within 2 – 3 weeks. The accounts will show a deficit at TPA for 16/17 and an anticipated £24,000 deficit by 2018 in the central GLT funds. Andy Collings and Jodie Croft are working on the budget and expect this figure to improve. Changes expected to be made to GLT and TPA budgets but this will be left until after meetings with EFA. Harry Ziman agreed that there could be a phone conference call to approve the changes to the 15/16 budget and finalise the 16/17 budget. Phone discussion to be minuted. Andy Collings to put together all the information needed to make clear the reason for the changes and set up a phone conference from Head Office. Harry Ziman asked the members present to approve this action. Action approved.

8.1 Action: Andy Collings to provide detailed information on the changes to the 15/6 budget and final 16/17 budget to Board members. Once provided, Andy Collings set up conference call to approve budgets. Call to be minuted.

8.1.1 Action: HZ asked for agreement to 7.1 from Board Directors. Approved.

8.2. Jodie Croft reported that the figures in the Management Accounts were fairly accurate. It was expected that by August 2016 TPA would have a £9,000 surplus. With a contingency in hand, a surplus of £14,000 was possible. Harry Ziman asked if the income/expenditure was under control on an Operational basis in TPA. Both Andy Collings and Jodie Croft agreed this was the case. It was predicted that there would be a deficiency in the Trust accounts but Jodie Croft was hopeful this would come down. Harry Ziman noted that any money held as a contingency would be positive when speaking to the DFE and thanked Pippa Hogg-Andrews and Jodie Croft for managing the budgets.

8.3. Jodie Croft advised that the DPA budget was ready for approval. Agreed that this should be approved with the other budgets.

8.3. Action: Jodie Croft to provide DPA budget for approval with other budgets.

8.4. Harry Ziman suggested it would be useful to Benchmark against other schools. Jodie Croft to look at Thomson House, and Kindale and provide information for Harry Ziman.

8.4 Action: Jodie Croft to look at Thomson House and Kindale to provide Benchmark for comparison

9. Risk Register

9.1 Risk register discussed. Agreed to take off 1.3 Planning Permission. Amend 2.1 Take off red

9.1 Action: Jodie Croft to update Risk Register

9.2 Harry Ziman asked if it was reasonable for only the CEO to be the only “owner” of Part 3 of the Risk Register. Discussed and agreed to leave at present. No “material threat” apart from Kingston and Finance. It was agreed, however, that Jodie Croft needs additional support as Harry Ziman felt that too much is going directly through Jodie Croft especially where finance is concerned. Andy Collings felt that it had to come to stage whereby Jodie Croft required new Financial staff assistance. Harry Ziman asked Andy Collings to work on the Finance manual to include necessary changes which can be considered.

9.2 Action: AC to update Finance Manual.

9.3 Andy Collings raised concerns about Edufin reporting. Jodie Croft agreed and explained that Edufin do not like working with Sage. Andy Collings advised that there would be considerable costs to the Trust to change systems. Harry Ziman felt that a Chief Financial Officer might be needed, as required by the Academy Handbook, due to different financial requirements for Academies.

9.3 Action: Jodie Croft to investigate appointment of Chief Financial Officer.

10. Staff Appraisals.

10.1 Luisa Weinzierl outlined the appraisal process and Jodie Croft advised that this should take place in September for all staff. Harry Ziman suggested that LW’s structure should be discussed and that there would need to be training for staff doing Appraisals. Terri de Quincey felt this was something to be discussed with Alison Ashcroft and Pippa Hogg-Andrews, perhaps with Luisa Weinzierl and Jodie Croft as well. Jodie Croft thanked P H-A for all the work she had done on appraisal.

10.2 With regard to the competency part of CPD for teachers Luisa Weinzierl advised that the document used by GEMS Hampshire school was very useful for recording throughout the year and asked Rony Valeny if he would be willing to provide a copy of the documentation.

10.2. Rony Valeny to provide a copy of the GEMS Hampshire School competency documentation

10.3 Harry Ziman pointed out that there are different skills required for going from Teacher to Leader and no “tool kit” available. Terri de Quincey to adapt documents re teacher competency and take forward to next meeting with Pippa Hogg-Andrews and Alison

Ashcroft. Agreed the existing Appraisal policy should be considered and feedback given to Luisa Weinzierl from Board Members.

10.3 Terri de Quincey to produce a teacher competency document and discuss with Pippa Hogg-Andrews and Alison Ashcroft. Board members to provide feedback on Appraisal policy for Luisa Weinzierl

11. Board Development

11.1 Harry Ziman reported that it was necessary for the Board to adapt to govern slightly differently with new schools coming online. It was suggested that the Principal of the 3 schools should report to Terri de Quincey as their line manager. She would then be accountable to the Board for the schools and would be able to give the board a “helicopter” view of each school. Terri de Quincey advised that she would set up meetings each half terms with the Academy Principals, each one with different content. A one page overview report would be prepared for each Board meeting. Harry Ziman explained that the intention was not to distance the Principals or Academies from the Board. The Board would continue to meet in the Academies, as links to the Board were still extremely important, i.e. Finance, HR, Web etc and the Principals ensured that the Board receives information on important matters.

11.1 Action: New structure approved. Terri de Quincey to arrange half termly meetings with TPA and DPA Principals and prepare report for Board.

12. Finance Sub-Committee of Board

12.1 Harry Ziman proposed that there should be a Financial sub-committee, reporting to the main Board. Chair to be Andy, with Jodie as Board member. Andy and Jodie to agree other members. Sub-committee to meet half termly. Agreed by Board.

12.1 Action: Proposal for Financial sub-committee, chair Andy. Agreed by Meeting

13. AOB

13.1 Luisa Weinzierl raised the question of GEMS values. Harry Ziman asked how should the discussion of values be taken forward. Suggested consultation with staff and with the LAC. Agreed to add to the Agenda for the next TPA LAC meeting. Alison Ashcroft reported that DPA staff had discussed the subject. Pippa Hogg-Andrews reported that TPA had had similar conversation with staff and parents. Luisa Weinzierl to provide results of earlier meeting and forward to Pippa to discuss with TPA staff.

13.1 Luisa Weinzierl to provide documentation to Pippa Hogg-Andrews to discuss with TPA staff

13.2 Harry Ziman felt that consideration should be given to the next steps for GLT, suggesting that there should be more schools around the Didcot area. Jodie Croft to investigate possibilities further and report at next meeting.

13.2 Action: Jodie Croft to investigate possibility of additional schools in Didcot area

13.3 There was a discussion on dates for future meetings. Agreed November would be suitable as Accounts could be approved and pay awards agreed after Finance Committee. Suggested meeting be held in Didcot. March 2017 – near end of term. To be held in Twickenham. June – Budgets to be set. Didcot. After discussion it was agreed that an earlier start time of 1400 would be helpful.

13.4 Jodie Croft asked to officially thank everyone involved for all their hard work this year and for all the successes which had been achieved.

There being no other non-confidential items to discuss the meeting closed at 1915

Signed:

Date:

Chair of Board of Directors

On behalf of the GEMS LEARNING TRUST

APPENDIX

Action Points from GLT Board of Directors Meeting November taken at March Board

Minute			Who?	Notes
4..2.	1	Andy Collings to produce a formal document to explain financial role of directors	AC	To be carried forward. Meeting to be held with AC & JC to refine existing document in Governance
4.2	2	Jodie Croft CEO to circulate material around vision & Strategy for GEMS schools in the UK ahead of this being discussed at a Board/AGM Easter 2016	JC	Carry forward
4.2	3	Jodie Croft/Joe Garrod to provide report on energy costs/supplier and procurement process at next meeting.		Carried forward to next meeting.
4.2	4	Joe Garrod to complete the Operational & Maintenance Manual by mid December to go to CEO Jodie Croft.	JG	Carried forward to next meeting
4.2	5	Jodie Croft to review admissions procedures from nursery to reception for Academic Year 2017/18	JC	Complete
5.1	9	Joe Garrod/Jodie Croft to investigate expediting installation of Broadband	JG/JC	Complete
5.4	1	Terri de Quincey to circulate copy of audit report to all Board Members	TdeQ	Complete
6.2		Jodie Croft/Terri de Quincey to investigate possibility of additional funding	JC/TdeQ	Complete
7.2		Andy Collings to work with EduFin to expedite bringing the accounts up to date. Also to arrange for copy of monthly management accounts to be circulated to the Board each month	AC	Ongoing
10.4		Harry Ziman to circulate web link to Board Members	HZ	Ongoing