

Operations Committee Meeting Minutes

Date/Time	11/04/2017 11am	
Invitees	Jodie Croft, CEO and Andy Collings, Director of Finance, Dr Harry Ziman Chair of the Trust Board	
Apologies	None	
<b>Agenda Item</b>	<b>Comments</b>	<b>Action</b>

1. Review of last meeting's minutes	The minutes were reviewed and approved	
2. Formation of Operations Committee/Membership - Remit	All agreed that the operations committee remit was to be extended to cover HR and H&S as well as Finance, audit and risk. Operations to meet termly and a sub set for Finance, audit and risk to meet half termly. Membership to consist of CEO, Directors of HR, H&S and Finance, Audit & Risk. Harry Ziman to be removed from membership of the Operations Committee to join the Standards Committee. <i>REMIT extended below</i>	JC to update remit and instrument of governance, inform relevant directors
3. Funding allocations TPA/DPA 17/18	DPA funding allocation as expected. TPA funding allocation only predicts 36 new pupils in Reception. This requires 2 teachers and will cause a cashflow deficit from September 2017. If TPA get more than 36 pupils an in year pay adjustment will be made. If not the school must seek to make savings of circa £25k to avoid an overall deficit for 17/18	JC to delay repayment date of 16/17 PNA with EFA to alleviate cashflow problems
4. School Annual budget 17/18 approvals – set deadline for approval	Operations committee to review budgets for board approval ahead of the June full trust board meeting 2017	Review 17/18 budgets in May/early June 2017
5. Financial benchmarking exercises	AC and HZ both noted that primary schools in their experience are struggling to achieve a carry forward of any more than £10k - £30k at the moment, and that the Trust has done well to lead both new schools to a similar position. It was also noted that	JC/JS/AA must compare elements such as cost of teaching staff/support staff of schools in similar contexts ahead of determining the 17/18 budget.

	changes to the cost of staffing at TPA had enabled it to achieve a model of affordability.	
6. BFRO deadline 19 <sup>th</sup> May 2017	The new requirement to submit 7 months of actuals and 5 months of forecast accounts by 19 <sup>th</sup> May 2017 for the year 16/17 has been noted by the accounting officer and Edufin and has been diarised for action.	
7. LGPS contribution increase TPA/DPA	It is noted that the increases from April 2017 for Didcot is 19.3% and for Twickenham is 24%. AC noted that in some areas contribution rates are as much as 25%. All agreed affordability of such contributions in the future is a challenge for school budgets. JC noted that both figures have been entered into the 16/17 budgets.	
8. LGPS Discretions policy for approval	The committee approved the policy. JC noted its flexibility for application in a range of possible scenarios we might face in the future.	
9. EOYC completion	Dataplan are managing EOYC for TPS and LGPS for both Didcot and Twickenham staff and have agreed to meet relevant deadlines.	
10. TPS MDC changes	Dataplan have noted the new method of monthly data collections set out by the Teachers Pensions and have put systems in place to manage these on behalf of the Trust	
11. Holiday pay for support staff	A recent external review of our employment contracts have revealed that support staff should be in receipt of pay for 1 additional day's annual leave. This has been calculated by the Payroll officer and will be backdated to the date support staff joined the Trust. It is agreed by all that this payment should be made as a one off lump sum in April 2017 to tidy the matter up. The cost of the risk of someone leaving in the 5 months left of the academic year was considered as immaterial.	
12. Payroll provider	JC noted that Dataplan had failed to make accurate payments of Peoples Pension employer and employee contributions since June 2016. They have admitted their error and agreed to absorb the cost of the penalty	Review Payroll provider in Feb 2018

	handed to the Trust for non-payment of the contributions (£400). JC will undertake a re-tender of payroll services at the same time as reviewing the HR contract detailed in point 13. This may then provoke better rates if both contracts are tendered together.	
13. HR consultancy provider/employment contract review	<p>JC has appointed Strictly Education as the Trust HR provider, costs to be shared 3 ways between GLT, DPA and TPA. AC noted Strictly Education had performed poorly at GEMS in the past and JC agreed to closely QA their advice and to not act in isolation in serious HR matters. The contract was chosen on the low cost and is for 1 year.</p> <p>JC noted that an external review had been undertaken of both types of GLT employment contracts with some advice and recommendations to bring out contracts up to date. JC has created new versions of GLT contracts for new staff and would like to re-issue to all existing staff.</p>	<p>Review HR consultant in Feb 2018</p> <p>JC to ask advice from Strictly as to how to roll out an updated version of our contract</p>
14. Scheme of financial delegation	<p>HZ asked for written clarification of the following in the financial scheme of delegation:</p> <ul style="list-style-type: none"> <li>• Trust board permission to accept anything other than the lowest tender in contracts over £50k</li> <li>• GPC or Debit cards can be used up to an aggregated value of £500 per month</li> <li>• Principals to dispose assets up to £500</li> </ul> <p>JC confirmed that UHY have reviewed our finance manual for compliance with the AFH.</p>	JC to update manual - completed
15. Government Procurement Cards	All agreed that GPC cards were a better way for schools to spend rather than debit cards which are currently in use. JC to apply for Principals, Office Manager and CEO to hold a GPC.	JC to apply for GPC cards
16. Final external works at TPA & Playground at TPA	These have been delayed due to a need to increase the capital construction budget. Planning permission requires a removal of lead-contaminated soil to the cost of £40k. The EFA are appealing this decision	JC to monitor funding situation for external works with EFA and defer any procurement of external play equipment until 17/18

	<p>which is holding up the rest of the external works at TPA. The Head has carried out a risk assessment of danger to staff, pupils and parents and has preventative measures in place to avoid contact with contaminated areas.</p> <p>JC noted that there is a sum of money in the budget for external play equipment and all agreed that the allocation of these funds would be carried out by the new principal starting September 2017.</p>	
17. Completion of works at DPA	<p>JC noted a conversation with OCC as to written confirmation that we would not inherit the cost of any works outstanding after the end of the defects period. OCC have acknowledged and agreed to determine this if required in due course. JC has instructed AA to file all copies of OCC agreements/acknowledgements of works in case we require legal action in the near future.</p>	<p>JC to monitor progress of remaining works and set meeting with OCC no later than August 2017</p>
18. Progress of planning application KPA	<p>A decision is due on the application in May 2017, the EFA are running the construction tender alongside the planning application process so contractors are able to start work in June 2017. HZ noted that it was a wise decision for the Trust to defer the opening of the school to September 2017 as the process has taken the EFA far longer than expected. HZ also noted JC should keep the LA regularly informed with developments. JC noted that it was a risk that planning permission would be granted and that an appeal might create a scenario where we are required to open in temporary accommodation up to 2 miles away. All agreed that this was unacceptable and that at worst we should be able to take partial occupation of the new build site. Joe Garrod has requested permission from the EFA to join DUG meetings after planning permission is granted.</p>	<p>JC should keep the LA regularly informed.</p> <p>Joe Garrod to join DUG meetings after planning permission is granted.</p>
19. Management accounts	<p>All noted that the schools had both done better than expected to achieve</p>	<p>JC to ask Eudfin to provide management</p>

	<p>the projected bottom lines at the end of 16/17. HZ noted that the projections are cautious and that costs appear to be under good control. AC noted that TPA is close to getting its head above water financially and that GLT would not be expecting to make an in year surplus at this point in its growth. HZ requested that Edufin provide management accounts by the 10<sup>th</sup> of the month in the future to pick up any problems as soon as possible.</p>	<p>accounts by the 10<sup>th</sup> of the month</p>
20. Update re HCSS	<p>All staff have now been trained on the new HCSS software and it is now in use. JC noted there are some problems caused by their difficulty in managing three separate entities that share a bank account but that they are working on this and other glitches. AC and HZ noted how popular HCSS was becoming across academy trusts but that AET has just re-tendered their contract. JC noted that the HCSS contract is for 3 years. <i>CORRECTION – JC checked post meeting and contract is for 5 years.</i></p>	
21. RSC Regional Growth Fund Grant application	<p>JC still awaiting feedback, agenda item deferred to next meeting</p>	
22. Approval for invoices over £10k – business rates	<p>None to approve</p>	
23. New business – REDACTED sub lease/EFA consent form	<p>HZ requested that the sublease contain a generous break clause in case both parties should need it, ie 12 months notice after 2 years of occupation. JC to present to REDACTED. HZ noted that REDACTED school had also shown an interest in hiring the space at TPA but could only offer sub-market rent which would have probably meant that TPA would have had to subsidise the REDACTED school. JC and HZ noted how aggressive the owner was and that they threatened the Trust with negative press. HZ noted that he would not want to work with such a company. JC has informed NSN, the EFA, the LA and the RSC officer for the region for their information.</p>	<p>JC to add a break clause to sub lease contract</p>

Aob	AC noted that he would like to try and find the funds to increase the CEO working hours from 3.5 days per week to 4 days per week and has agreed to look at the Trust budget with this in mind	JC to send budgets to AC - completed  AC to review and make recommendations for CEO working hours
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## Operations Committee Remit

### Financial monitoring

- Keep the GEMS Learning Trust's budget and finance schemes under regular review
- Ensure that the GEMS Learning Trust represents good value for money for the Academies;
- Authorise the award of contracts and payments up to the amount stated in the Scheme of Delegation
- Oversee procurement to ensure that value for money and internal efficiency gains are realised through collective purchasing and contracting and ensure compliance with procurement policies;
- Review financial policies; whistleblowing, lettings, LGPS Discretions, Expenses,
- Monitor and review Trust wide contracts
- Oversee bank and banking procedures
- Scrutinise and approve on behalf of the Board each academy's detailed annual budget, review annually plans to address identified over or underspends to the Board in line with academy priorities;
- Agree the scheme of financial delegation to trust academies and review this annually

### Compliance

- Ensure financial and procedural compliance with the Academies Handbook and Funding Agreements including reporting to the EFA;
- Prepare on behalf of The Trust Board the Governance Statement and Statement of regularity, propriety and compliance (by 31<sup>st</sup> December).
- Ensure that each Academy has suitably trained staff for the operation of financial systems;
- Ensure that annual accounts are accurate

### Premises

- Ensure that maintenance, decoration, and equipment/furniture renewal is planned and budgeted for
- Consider and determine the need for capital works at the academy, in line with academy development plans;
- Oversee Asset Management and review the use of academy premises, the equipment and resources and ensure they match the requirements of the academies' priorities;

### Audit

- Appoint the internal audit officer (Responsible Officer) and respond to their audit findings and recommendations
- Appoint the external auditor and assess independence of the external auditor, ensuring that key audit personnel are rotated at appropriate intervals.
- Approve the audit fees and pre-approve any fees in excess of £10,000 in respect of non-audit services provided by the external auditor and to ensure that the provision of non-audit services does not impair the external auditors' independence or objectivity.
- Discuss with the external auditor the nature and scope of each forthcoming audit and to ensure that the external auditor receives the fullest co-operation.
- Review the external auditor's annual management letter and all other reports and recommendations, together with the appropriateness of management's response.

- Review the performance of the external auditor on an annual basis.
- Review and consider the circumstances surrounding any resignation or dismissal of the external auditor.
- Receive the annual report from the GEMS Learning Trust's auditors and take the appropriate actions to respond positively to any recommendations;
- Monitor compliance with approved financial procedures and consider action required as a result of internal and external audit report;

### **Human Resources**

- Support with the appointment of academy Principals and members of the senior leadership team; to advise on procedures for staff appointments excluding Principals and Vice Principals;
- Support in relation to staff grievance, discipline or dismissal
- Advise on legal requirements and procedures relating to personnel issues;
- Assist in the development of all of the Trust's policies and procedures relating to personnel matters, including:
  - Performance management/Appraisal
  - General terms and conditions of employment
  - Pay and Pension
  - Leave of absence; maternity, paternity, sickness
  - Capability, Discipline and Grievance
  - Safer Recruitment
  - Equality
- Assist with and advise on salary reviews/pay matters related to performance on an annual basis;
- Act as a first appeals body as appropriate in relation to pay decisions.

### **Health and Safety**

- Ensure that the Trust complies with statutory requirements for the management of Health and Safety;
- Approve and monitor Health and Safety and Accessibility policies
- Receive and consider any reports and audits completed by Health and Safety officers and Trustees from annual inspection of each Academy, and monitor recommendations



