

Peterborough Diocese Education Trust
Company Number 08509710
Board of Directors
Minutes of the Meeting,
held on 12 July 2021, 2pm
VIRTUAL MEETING VIA ZOOM

Attendance Key:		✓ = present; A = apologies received and accepted; ApN = apologies received but not accepted; Ab = absent; R = resigned							
Name	Category	01/10/20	26/11/20	10/12/20	04/01/21	26/01/21	23/03/21	18/05/21	12/07/21
Cathy Armstrong (CA)	Director	✓	✓	✓	✓	✓	✓	✓	✓
Kevin Binley (KB)	Director	✓	✓	✓	✓	✓	✓	A	✓
Bishop Ed Condry (+EC)	Director (12 May 2021)							✓	✓
Greg Cracknell (GC)	Director Vice Chair	✓	✓	✓	✓	✓	✓	✓	✓
Margaret Holman (MH)	Director and Chair of the Board	✓	✓	✓	✓	✓	✓	✓	✓
Natalie Howes (NH)	Director	A	✓	✓	A	✓	✓	✓	A
Jan Martin (JM)	Director	A	✓	✓	✓	✓	✓	✓	✓
Duncan Mills (DM)	Director/CEO	✓	✓	✓	✓	✓	✓	✓	✓
Andrew Scarborough (AS)	Director	✓	✓	✓	✓	✓	✓	✓	✓
Anup Sodhi (ASi)	Director	✓	✓	✓	✓	✓	✓	✓	A
Dr Gordon Temple (GT)	Director	✓	✓	✓	✓	✓	✓	✓	✓
Andrew Weatherill (AW)	Director	A	✓	✓	✓	✓	✓	✓	A
Attendance %: this meeting		73%	100%	100%	91%	100%	100%	92%	75%
Attendance %: year to date		73%	86%	91%	91%	93%	94%	94%	91%
	<p>In attendance: Helen Buckley,(HB) Director/ Legal Advisor and Governance, Admissions and Safeguarding Lead, PDET Lee Hughes (LH), Chief Financial Officer, Director Business & Finance Ruth Walker-Green (RWG), Director of Learning & Achievement, PDET CEO Designate</p> <p>Maxine Ward, Independent Governance Professional, Hallam Learning Consultancy</p>								

1. WELCOME AND PROCEDURAL

- 1.1 The Chair welcomed everyone to the meeting and thanked everyone for accommodating the change of date of the meeting from 19th July. GC led the opening prayers.
- 1.2 Apologies were received from Natalie Howes, Anup Sodhi, and Andrew Weatherill. Kirstin Howarth, Headteacher Representative had also sent apologies.

Andrew Scarborough gave his apologies to the Business and Finance Committee, following his urgent departure from the meeting that had taken place on 1 July 2021.

Thanks were given to Greg Cracknell on behalf of the Board for his commitment to PDET since its inception and more recently as Vice Chair of the Board and Chair of the Ethos, Standards and Effectiveness Committee. GC was thanked for bringing his calm advice, his wider knowledge of education and Peterborough Diocese to the table. He was standing down as a Director of PDET but would continue supporting the Academy Governance Committee at Freemans Endowed CE Junior School.

The Chair thanked Duncan Mills, Chief Executive of PDET, on behalf of the Board. DM was retiring on 31 August 2021. DM was thanked for the calm professionalism and empathetic pragmatism which had characterised his career. DM had been a very well respected member of the Local Authority executive for many years and it was noted that he brought that experience and breadth of knowledge to the role of CEO. The Board agreed that DM was leaving PDET in a stronger position than when he joined it, that he had made a difference to the Trust and that his work had had a positive impact on the educational outcomes of many children.

1.3 Declarations of Interest

The following Directors/attendees declared standing interests as members of Academy Governance Committees (AGCs):

- Greg Cracknell: Freemans Endowed CE Junior School and Pytchley Endowed CE Primary
- Gordon Temple: Welford, Sibbertoft and Sulby Endowed School and Barby C of E School
- Cathy Armstrong: St Andrew's C of E School

Other Interests:

- Greg Cracknell had declared a standing interest that he was a Member of the Diocesan Board of Education (DBE) and Chair of the DBE Resource Management Committee. GC advised that this interest was particularly relevant at Item 3.3 below.

- 1.4 There were no items of urgent business for discussion at 5.2.

2. STRATEGIC PRIORITIES

2.1 PDET Strategic Review and Trust Ethos

2.1.1 and 2.1.2 Our Vision and Strategic Priorities

Documents 2.1.1, Our Vision and the PDET Strategic Priorities, Paper 2.1.2, were the output from the Directors' Strategy Review days that had taken place in February and May, with additional feedback received from Directors during the last few weeks.

Directors considered how the Vision Statement would be used, in terms of the context and intended audience. PDET's overarching aim was to be inclusive of all faiths and none. Directors were pleased that the strong

Christian stance was reflected in the output but cautioned whether it would appeal to everyone when trying to attract pupils and staff to PDET schools. Directors also reflected on whether 'Distinctively Christian' was the most appropriate wording for all audiences. It was noted that some of PDET's academy schools adopted the PDET vision in its entirety as the school vision and it would be important to reach everyone in those contexts. It was also important to reflect the Trust's values and underpinning Christian ethos in communication to parents and in staff recruitment but this should be balanced to provide an inclusive message.

It was agreed that further refinement was required to the Trust's vision and the Chair and RWG would consider all the points raised and provide an update for the next Board meeting.

Action 1: RWG and MH to refine the Vision Statement to reflect the Board's feedback. The update would be presented to the Board in October 2021.

Directors considered the Strategic Priorities 2021-24, set out in document 2.1.2. It was agreed that this was a high level strategic document and further work would be taking place on the implementation plan to support executive priorities, define key performance indicators and to enable the Board to monitor progress.

The Board discussed that communication should permeate throughout all the strategic priorities rather than appear as a separate element in a few priority areas.

There was then a discussion and broad agreement that all strategic priorities should reflect the underpinning growth strategy and that growth should not sit as a separate item under 'Future Planned Developments' in Strategic Priority 4. The Growth Strategy was discussed in more detail in the confidential section of the meeting and is minuted separately.

Action 2: RWG to Update the Strategic Priorities to reflect the discussion above. The update would be presented to the Board in October 2021.

THE BOARD REVIEWED THE OUTPUT FROM THE STRATEGY DAYS AND NOTED THE QUALITY OF THE DOCUMENTS PRODUCED FOR REVIEW. IT WAS AGREED THAT THE PDET VISION WOULD BE FURTHER REFINED TO ENSURE THAT IT REFLECTED THE INCLUSIVE VALUES OF THE TRUST.

THE STRATEGIC PRIORITIES WOULD BE REVIEWED AND DEVELOPED TO ENSURE THE GROWTH STRATEGY UNDERPINNED ALL PRIORITIES.

2.2 CEO's Report to the Board

The CEO drew attention to his report and the Risk Register. Key risks were highlighted and Directors asked questions.

2.2.1 Risk Register

It was noted that the Board Committees would scrutinise any increasing risks and the proposed mitigations and actions in their areas of focus.

DIRECTORS RECEIVED THE RISK REGISTER

CEO's Report

Brief updates were provided on:

- Headteacher Day 8th July: The UPS and Main Scale Career Expectations Documents would be communicated separately. There had been a full agenda for the 8th of July and it was considered they would be better received as part of a separate communication.
- DDE Headteacher Conference: GC agreed to find out how many non PDET schools attended the conference
- PDET Staff Wellbeing Survey: Directors asked why it had taken so long for the results to be available and shared. The survey had been completed in April. It was thought that schools and AGCs would have had feedback sooner to address any points arising from the survey. Directors thought that it was concerning that only 70.8% of participants felt valued for the work they did in their role. AGCs had a role in monitoring staff wellbeing and the information was now coming in too late to be able to address issues before the end of the summer term. Whilst acknowledging that a quicker turn around might have been preferable, RWG explained the approach that the central team would now take: the Trust wide results had been presented on 8th July and individual school results had now been shared with Headteachers. The school outcomes would not be shared with staff until the Training day on 3rd September when there would be a Trust-wide focus on wellbeing. It was explained that the output was at whole school level and that the Headteachers had the information.

There was some concern about the survey and the way questions were phrased. Statistics could be interpreted in many ways and Directors noted that the overall response rate was only 67.8%, therefore, a third of staff had not responded. That could be hiding a wider problem. Directors were advised that this was considered to be a high response rate.

It was noted that there were no comparator data so it was difficult to draw any meaningful conclusions from the data. In contrast to the lower scores in feeling valued, it was pleasing to note that almost 91% of those completing the survey felt proud to work at their school.

It was agreed that over 90% satisfaction in any survey was a positive indicator and that the data now presented a diagnostic opportunity for the CET and Headteachers. Further detail would be shared with Directors at the next Board meeting in October.

Action 3: RWG to provide a deeper analysis of the survey results to the Board at the next meeting in October.

2.2.2 Action Log

The Action Log, Paper 2.1.2 was circulated in advance. It was confirmed that all actions had been completed or deadlines for actions had been agreed.

DIRECTORS RECEIVED THE CEO'S REPORT AND ASSOCIATED PAPERS.

2.3 Academy Improvement Education Report

The comprehensive summary report 2.3 and the supporting Appendix, 2.3.1 were circulated in advance.

THE BOARD RECEIVED THE ACADEMY IMPROVEMENT REPORT/EDUCATION UPDATE

2.4 Safeguarding

THE BOARD RECEIVED THE SAFEGUARDING REPORT, Paper 2.4

3. FINANCIAL OVERSIGHT & MONITORING

3.1 Finance Reports

The Finance Report (3.1.1) and Board Pack (3.1.2) had been circulated in advance. These Papers had been scrutinised by the Business and Finance (B&F) Committee.

THE BOARD RECEIVED THE FINANCE REPORTS

3.2 Budgets 2021-22 and 3 Year Budget

The proposed budget was scrutinised and discussed at the B&F Committee who had agreed to recommend that the Board approved the 2021-22 Budget for submission to the ESFA.

It was clarified that where all Headteachers were described as non-teaching, this referred to not having a full time class based responsibility, not that they did not do any classroom teaching.

It was noted that there was not a forecast balance sheet reflecting the budget forecasts and that would not be straightforward to produce.

Directors reflected on the total staff costs that were 96% of the Trust's General Annual Grant. This was very high and it was recognised that it would not be sustainable.

The B&F Committee had considered the impact of this and agreed that overall, in the second and third year, the budget forecasts were not acceptable and more work was required to ensure that 2022-23 and 2023-24 achieved a balanced budget position.

THE BOARD APPROVED THE 2021-22 BUDGET FOR SUBMISSION TO THE ESFA, A £25000 OPERATIONAL SURPLUS AND NET CAPITAL DEFICIT BEFORE DEPRECIATION OF £287K. THE DEFICIT OPERATIONAL POSITIONS ARISING IN THE FOLLOWING TWO YEARS OF £204K, THEN £687k, WERE NOT ACCEPTABLE AND ALTHOUGH THESE AMOUNTS WOULD BE COVERED BY RESERVES AND, THEREFORE, COULD BE SUBMITTED TO THE ESFA FOR THE 3 YEAR FORECAST, THE BOARD REQUIRED FURTHER WORK TO ENSURE THAT BALANCED BUDGETS COULD BE DELIVERED IN THOSE YEARS.

3.3 Service Level Agreement with Peterborough Diocese: Related Party Transaction

GC had declared an interest in this Item. Directors agreed that he could stay in the meeting but not vote on the item.

The CEO highlighted key points from Paper 3.3, PDET SLA Requirements that set out the need for Diocesan School Consultants' support across PDET. The Board noted the requirement to ensure that the SLA was finalised with approval from the ESFA in advance of the start date/new financial year.

The Trust's aim was to ensure the best possible value was achieved from the SLA through the schools working in cluster groups for training in the same way that other training was organised in PDET. This would be more efficient and effective than the current approach. It would also facilitate the sharing of best practice. Initial costings from the Diocese indicated an increase from the current SLA of £30k to around £50k. This was not acceptable; it would not represent value for money and would not fit with the requirements of the Academies Financial Handbook with regard to related party transactions.

The CEO explained the plans to work with RE Today, work that was coming out of the Church of England at Westminster. It was acknowledged by the Diocesan Director of Education that it would be beneficial for PDET to be involved in the initiative as a pilot but this would replace some of the work formerly covered by the SLA with the Diocese. The SLA should be reduced accordingly if this work was rolled out more widely.

The SLA and work with the DSCs was valued and provided an important link between PDET and the Diocese, but it was agreed that there was no basis from which to pay more for the SLA when the services required would be less.

It was agreed that there should be an element of increase to cover the additional services that would be needed as a result of William Law and Sywell schools joining PDET, but after all the adjustments, the total cost should be similar to that in the current year.

The Directors emphasised how much the overall relationship with the Diocese was valued. The work of DSCs in schools was valued. There was agreement that the outcome should be agreeable and acceptable to all but the SLA must meet the requirements for related party transactions. If the SLA did not provide value for money, reluctantly, PDET would have to consider direct employment of DSC's. This was not where the Board wanted to be but if the SLA did not provide value for money, and others could provide the service, there may be no option.

The Board was reminded that services that could only be delivered by the Diocese, which provided essential functions fundamental to the religious character and ethos of the Trust, were deemed as meeting the "at-cost" requirements. Those transactions needed only be declared and did not require prior approval.

Transactions with the Diocese which included any element of traded services did require prior approval and this would apply to some of the services within the SLA. These services should meet the requirements set out in the AFH.

It was agreed in principle that final agreement of the SLA should be delegated to the Chair of the Board and Chair of B&F. However, before that final agreement, more information should be circulated to the Board to confirm that the transaction would be in accordance with S.5.34 to 5.39 of the AFH.

THE BOARD RECEIVED PAPER 3.3 AND AGREED THAT THE FINAL DECISION ON THE SLA WITH THE DIOCESE SHOULD BE DELEGATED TO THE CHAIR OF THE BOARD AND CHAIR OF BUSINESS & FINANCE. FURTHER INFORMATION TO CONFIRM THAT THE TRANSACTION MET THE REQUIREMENTS OF THE AFH SHOULD FIRST BE SHARED WITH THE BOARD VIA GOVERNOR HUB. THE MAXIMUM AMOUNT AGREED FOR THE SLA WAS £30K PLUS AN ADDITIONAL AMOUNT TO ACKNOWLEDGE THE ADDITIONAL SERVICE COSTS FOR WILLIAM LAW AND SYWELL SCHOOLS.

4. GOVERNANCE AND COMPLIANCE

4.1 Health & Safety Update

The reports had been circulated in advance. Directors queried the high number of incidents at Weldon School which appeared to account for 30% of all incidents.

The CEO agreed to go back and check the detail but did not think there was any cause for concern.

Action 4: CEO to provide more detail on the incidents at Weldon

It was noted that with several schools there were zero incidents reported. The CEO explained that training had taken place. Reminders had been circulated on PDET newsletters and the central team would check that all schools were using the system.

It was suggested that the Academy Governance Committees monitored incidents and that Health & Safety monitoring of incidents was an item on AGC agendas.

Action 5: MW to follow through with the Central Team to ensure that H&S and confirmation that schools were reporting through Plumsun was on AGC agendas

THE BOARD REVIEWED AND RECEIVED THE HEALTH AND SAFETY REPORTS AND THANKED THE CEO FOR THE INCIDENT REPORTS

4.2 The Academy Trust Handbook (also known as the Academies Financial Handbook), 2021

The Board was advised that the AFH had been updated and now included a broader remit to include more general governance responsibilities as set out in the Independent Schools Regulations. The key changes from the 2020 AFH were set out on Pages 9 and 10.

Action 6: All Directors to read the updated Academy Trust Handbook by September 2021.

4.3 Committee Updates

4.3.1 Business & Finance Committee

The Chair of the B&F Committee confirmed that the main items considered by the Committee had been covered in items under Section 3 above.

4.3.2 Trust Governance Committee

The Minutes from this Committee had been circulated in advance. There were no questions.

The Chair of the Trust Governance Committee explained the background to the recommendations regarding the size of the Trust Board and the request for all Directors to complete the Competency Audit.

4.3.2 It was agreed that the size of the Trust Board should be 12 Directors to enable effective governance. This would be recommended to the Members of PDET. There might be occasions when additional Directors were needed to fulfil a specific skills gap and that could be addressed by the Board Co-opting up to two additional Directors with the consent of the Diocesan Board of Education.

4.3.3 HB explained the need for a Board Competency Assessment to sit alongside the Skills Audit. Directors were asked to complete the Competency Audit during the summer break.

**Action 7: MW to advise the PDET Members of the recommended Board membership, i.e., 12
Action 8: Directors to complete the Competency Audit for September 2021**

THE BOARD RECEIVED THE COMMITTEE UPDATES

4.4 Policies for Approval

THE BOARD APPROVED:

4.4.1 PDET COMPLAINTS POLICY

4.4.2 MANAGING SERIAL AND UNREASONABLE COMPLAINTS

4.4.3 PDET RISK POLICY

4.5 Election of Chair and Vice Chair of the Board from September 2021

Following the resignation of GC and in recognition that there would not be a Board meeting until October 2021, it was agreed to elect the Chair and Vice Chair of the Board from September 2021.

4.5.1 Election of Chair of Directors

MW took the Chair for this Item.

MH had agreed to continue as Chair for a period of one year.

MH left the meeting and was placed in the virtual waiting room.

The Board considered the skills, effectiveness and impact of MH as Chair.

IT WAS AGREED UNANIMOUSLY THAT MARGARET HOLMAN BE APPOINTED AS CHAIR OF THE PDET BOARD FOR A PERIOD OF ONE YEAR UNTIL 31 AUGUST 2022.

MH returned to the meeting and resumed the Chair.

4.5.2 Election of Vice Chair of Directors

Nominations had been sought and Dr Gordon Temple had been nominated to serve as Vice Chair for a period of one year.

GT left the meeting and was placed in the virtual waiting room.

The Board considered the skills that GT would bring to the role of Vice Chair.

IT WAS AGREED UNANIMOUSLY THAT DR GORDON TEMPLE BE APPOINTED AS VICE CHAIR OF THE PDET BOARD FOR A PERIOD OF ONE YEAR UNTIL 31 AUGUST 2022.

GT returned to the meeting.

4.6 PDET Board Appointments

Paper 4.6 was circulated in advance setting out proposed roles and responsibilities and PDET Committees for 2021/2022.

4.6.1: Appointment of CEO and Accounting Officer

The Board ratified the appointment of Ruth Walker-Green as CEO and Accounting Officer, following a robust and rigorous selection process, with effect from 1 September 2021.

4.6.2 Board Committees

The Board agreed to establish/renew the following Committees with effect from 1 September 2021:

Audit & Risk Committee
Business & Finance Committee
Education Committee (formerly Ethos, Standards and Effectiveness)
People and Pay Committee (formerly Pay & Personnel)
Trust Governance Committee (To include Trust Ethos)

CEO Performance Management Committee (To be supported by an external Professional Advisor)

Appeals Committee

4.6.3 Membership of Board Committees

The Membership of each Committee and Chairs and Vice Chairs were agreed as set out in paper 4.6.

It was noted that Barry Hansford who had supported governance at school level and was Chair of the Loddington AGC for several years had decided to step down from the Business & Finance Committee.

Action 9: CEO/Chair to write to BH and express thanks on behalf of the Board for his contribution to PDET.

The Board noted that Kristian Toms, Chair of William Law Academy had agreed to join the B&F Committee.

4.6.4 Directors' Link Roles

It was agreed that Margaret Holman would continue as Safeguarding Director and Pupil Premium Director. MH would also be the named Director in the Whistleblowing Policy.

Jan Martin would continue as the link Director for SEND.

4.6.5 Links to Academy Schools

It was agreed that Directors' links with Academy schools would be the subject of further discussion at the October Board meeting. The key issue was how Directors built relationships with PDET schools rather than having specific Academy links.

Action 10: MW to add Directors links/relationships with schools to the October Board agenda

THE BOARD RECEIVED PAPER 4.6 PDET BOARD APPOINTMENTS AND NOTED THE COMMITTEE STRUCTURE AND AGREED THE MEMBERSHIP AND ROLES AS SET OUT IN THE PAPER.

4.7 Appointment of Governance Professional

The Board noted the requirement to appoint an Academy Governance Professional (AGP) in accordance with the new Academy Trust Handbook.

MAXINE WARD WAS APPOINTED THE AGP (THROUGH HALLAM LEARNING CONSULTANCY LTD) FOR A PERIOD OF ONE YEAR UNTIL 31 AUGUST 2022.

5. BOARD'S ORGANISATIONAL MATTERS

5.1 Approval of Minutes

The minutes of the Full Board meeting on 18 May 2021 were approved.

5.2 Any Other Urgent Business Agreed at Item 1.4

There was no urgent business.

5.3 Dates of Future meetings

The next Board meeting date was noted as:

12 October 2021, 1.30pm Business Exchange Kettering.

Future Board dates were agreed as:

16 December 2021

10 February 2022

31 March 2022

16 May 2022

19 July 2022

The meeting closed at 3.34pm

The Confidential Part of the Meeting continued and was minuted separately.

Chair:

Date: