

DULWICH HAMLET EDUCATIONAL TRUST (DHET)

Meeting of the BOARD OF TRUSTEES

Date: Thursday, 27 June 2019

Time: 18.30

Location: Dulwich Hamlet Junior School, Dulwich Village, SE21 7AL

MINUTES

Present:	Crispin Tuckley	Chair	Chair
	Sonia Case	Executive Head Teacher	EHT
	Simon Latham	Trustee	SL
	Rafael Marks	Trustee	RM
	Christopher Parsons	Trustee	CP
	Karen Robinson	Trustee	KR
	David Swordy	Trustee	DS
	Maryah Tafri	Trustee	MT
	Rebecca Tee	Trustee	RT
In attendance:	Suresh Shan	Trust Finance Manager	SS
Clerk:	Kathleen Formosa		Clerk

1. Welcome & Apologies

- 1.1 The Chair opened the business of the meeting at 18:35, welcoming the members of the Board and others in attendance.
- 1.1.1 The Chair extended a special welcome to DS and MT who would be proposed for appointment as Trustees as the meeting's first item of business.
- 1.2 It was **noted** that all Trustees were present at the meeting.
- 1.3 A quorum was **confirmed** and the meeting proceeded to business accordingly.

2. Resolution to Appoint New Trustees

- 2.1 It was **noted** that DS's and MT's CVs had circulated ahead of the meeting. Each candidate was asked to give a brief statement on what attracted them to trusteeship and their interest in DHET.
- 2.2 Potential conflicts of interest were **discussed**.
- 2.2.1 It was **noted** that DS's work from time to time with ESFA should be entered on the register, but need not be routinely declared as a conflict.
- 2.2.2 It was **noted** that MT's interest in serving as a parent governor to her child's school in Catford would not be considered a conflict and there would be no need to declare an interest on the register.
ACTION: Clerk to forward declaration of interest forms to DS and MT.
- 2.3 DS and MT were excused from the meeting during deliberations on their respective appointments.
- 2.4 Details of the selection and interview process leading to the nomination of DS and MT were **reviewed** and briefly **discussed**. The specific qualities and skills each of the candidates would bring to the Trust were also briefly **discussed**.

2.4.1 It was **noted** that the Trustees retained the wish to grow the board beyond eight Trustees, and that the interest in appointing appropriately skilled governors from the local governing bodies in due course continued.

2.4.2 A question was raised about the induction to be provided to newly appointed Trustees and who would take responsibility for this and their ongoing development.

2.4.3 It was stated that RT had volunteered to take responsibility for the induction of the new Trustees.

ACTION: CT and RM to forward to RT the information from the recent trustee development programme they attended to assist her with the induction process.

2.4.4 It was **agreed** that the new Trustees as well as existing Trustees would be encouraged to take up training offered through Southwark local authority and the NGA. It was **noted** that much of this training was now available online.

2.4.5 It was **agreed** that a formalised induction programme for new Trustees would be considered in the near term.

2.5 The appointments of DS and MT as Trustees/Directors of DHET were proposed.

2.5.1 The appointment of DS was seconded and **agreed**.

2.5.2 The appointment of MT was seconded and **agreed**.

2.5.3 **IT WAS RESOLVED** that DS and MT would be appointed as Trustees/Directors of DHET with immediate effect.

ACTION: Clerk to update the registers at Companies House and DfE.

ACTION: Clerk to send DS and MT the terms of reference for the Audit Committee and Pay & Personnel Committee.

3. Declarations of Interest

3.1 The following interests were declared by Trustees in relation to items of business on the meeting agenda:

- RT declared as an interest that her daughter is currently on paid work experience at Belham Primary School (“BPS”). She stated that she would withdraw from related decisions where required regarding staffing at BPS or across the Trust.
- SL declared as an interest his role at City of London through which he has access to information about schools in the area. He stated that, if necessary or relevant, he would recuse himself from discussions under agenda item 9 and from discussions or decisions at other times during the meeting regarding Trust growth.

3.1.1 There were no other interests declared.

4. Budget Matters

4.1 The proposed 2019/20 school budgets (**Papers 1 and 1a**) were **reviewed**.

4.1.1 It was **noted** that pupil numbers at both schools were expected to be broadly similar for first time in 2019/20.

4.1.2 It was **discussed** that the budget at BPS was easily balanced, but that there had been some difficulty in balancing the budget at Dulwich Hamlet Junior School (“DHJS”). Various factors contributing to the difficulty in balancing the DHJS budget were **considered**.

4.1.3 SL reported that the BPS LGB had discussed concerns about pupils leaving the school at Years 4 and 5 as parents aiming to enrol their children in independent secondary schools seek to move their children into the independent sector at this stage. The school has expressed its concerns about the corresponding drop in income and about empty seats in Years 5 and 6 which would be more difficult to fill.

4.1.4 It was **noted** that despite the concerns expressed by the BPS LGB, the assumption in the school’s budget is that enrolment would be full in all years.

- 4.1.5 It was **noted** that approaches to ensuring full enrolment in all years at both schools would be discussed later in the meeting.
- 4.2 The Trust's 3-year budget plan (**Paper 2**) was **considered** and **approved**.
- 4.2.1 Assumptions made in the 3-year budget plan were **discussed**. SS reported that ESFA had discouraged trusts from submitting deficit budgets, and for this reason, certain realistic assumptions had been made in the projections.
- 4.2.2 It was **noted** that to date it had been the Trust's normal practice to exclude from the budget projections assumptions such as uplifts in funding until they were confirmed. However, to satisfy the request of ESFA, the projections now assume an annual uplift of 1% in the government grant and a corresponding rise in staff salaries. Assumptions are also made about growth in pupil numbers at BPS, and staff attrition at DHJS.
- 4.2.3 SS advised that if income does not increase and costs do not reduce as planned across the three years, significant measures may need to be taken to ensure balanced budgets.
- 4.3 The DHJS budget monitoring report (**Papers 3 and 3a**) was **reviewed** and **accepted**.
- 4.4 The BPS budget monitoring report (**Papers 4 and 4a**) was **reviewed** and **accepted**.
- 4.4.1 SS reported that BPS would repay an overpayment of funding to ESFA. He stated that the overpayment of funding resulted from an unanticipated drop in pupil numbers by three pupils during 2018/19, corresponding to approximately £13.5K in funding.
- 4.4.2 SS reported that ESFA had proposed to withhold the overpayment from the autumn GAG as a means of clawing back funds. It had been proposed and agreed however that these funds should be repaid within the current financial year and therefore would be repaid before the end of the financial year.
- 4.5 It was **noted** that papers had circulated just before the meeting which set out the details of two new Trust-wide contracts to be considered – i.e., the ICT contract and the catering contract.
- 4.5.1 SS reported that a joint tender had been undertaken for a new ICT contract for one provider to work across both schools. There are currently two different providers for the two schools in the Trust.
- 4.5.2 SS reported that the choice of ICT provider (Toucan) was the most expensive of the companies that tendered for the work, but offered the highest level of service, including support for upgrading equipment and improving the use of technology in the classroom.
- 4.5.3 SS reported that a joint tender had been undertaken for a new catering contract. The new providers (Principles) would be in place at both schools from the autumn term.
- 4.5.4 It was **confirmed** that the existing staff would be TUPE'd across to the new catering providers. SS reported that Principles were committed to paying staff the London living wage and therefore existing catering staff may see an increase in salary because of the change. The company has also expressed an interest in training and upskilling staff.
- 4.6 Implementation of the central Trust bank account was **reviewed**.
- 4.6.1 It was **agreed** that over the summer, proposals should be made regarding the schools' contributions to the central account, out of which would be paid all central costs. Payroll administration, auditors' fees, and legal fees have been agreed as central costs. EHT's salary has also been identified as a central cost that should be paid out of the central account, subject to the Trust's payroll provider being able to accommodate this change. Others are still to be agreed.

- 4.6.2 SS stated that agreement would be sought from the schools as early as practical in the autumn term on the central costs to be included, and the amount to be paid into the central account.
- 4.6.3 SS reported that in principle the schools are on board with the proposal to pay into a central account for the purposes of sharing costs.
- 4.7 SS was excused from the meeting.

5. Minutes of the Previous Meeting

- 5.1 The minutes of the DHET meeting of 7 March 2019 (**Paper 5**) were **reviewed** and **agreed**.

6. Matters Arising from the Minutes of the Previous Meeting

- 6.1 Matters arising from the minutes of the previous meetings (**Paper 6**) were **considered**.
- 6.2 Those matters not reported as actioned or otherwise addressed on the agenda were **discussed** as follows:
- Regarding item 5.3.3, KR reported that DHJS LGB have taken the view that more outreach should be done to parents before any agreement to raise the voluntary contribution from £25 to £30 per term. She stated that the LGB wished to ensure that parents know what the voluntary contribution pays for to encourage all parents to contribute at the current rate of £25 per term. KR reported that nearly 25% of parents in the school do not pay the voluntary contribution. SL reported that, similarly, the BPS LGB had stated its view that the voluntary contribution should not be increased, as it was only just increased last year. It was therefore **discussed** and **agreed** that additional analysis should be undertaken to determine the level of voluntary contribution needed to cover school trip costs and how this may be used to develop a new approach to the voluntary contribution.
ACTION: LGBs asked to continue consideration of their approaches and report back.
 - Regarding item 6.4.2, EHT stated that the Heads of School would be invited to attend Trustee meetings in the autumn term.
 - Regarding items 9.3.2 and 9.3.3, it was stated that the list of LGB and trustee terms of service, including those trustees just appointed as well as the new LGB governors added in the last cycle of meetings, would be circulated ahead of the next meeting.
ACTION: Clerk to update and circulate a new LGB and trustee terms of service schedule.
 - Regarding item 13.1.1 the Clerk reported that the Microsoft Teams project had been put on hold as the system could not be made to accommodate confidential documents or files within the document sharing system. She stated that the project would be taken up again once the new IT providers were in place.
- 6.2.1 It was **noted** that all other matters arising were complete or on agenda.

7. Chair's Report

- 7.1 The Chair reported that a proposal to increase class sizes to 31 pupils at Year 3 at DHJS – i.e., 3 classes of 31 – had been made. The proposal was briefly **discussed**.
- 7.1.1 EHT explained that the proposal is not for Trustees to consider a change in policy. It was **confirmed** that there was no intention to apply to the DfE to increase the DHJS PAN. The proposal is to allow the size of the Year 3 class to expand in the short term as an approach to filling gaps in enrolment in the school's upper years.

- 7.1.2 It was **noted** that there were similar enrolment gaps at BPS. However, no proposal is made to increase class size at BPS to compensate for empty places in the upper years of the school as class size is limited to 30 in early years classes.
- 7.1.3 It was **noted** that as the proposal was not to amend the Trust's policy, the approach should be agreed and monitored by the DHJS LGB with reports made to Trustees accordingly.
- 7.2 The Chair reported that there had been recent requests from a parent to see the minutes of the DHET Trustee Board and DHJS LGB meetings.
- 7.2.1 The Chair reported that it had been agreed by both schools and the Trust that minutes should be posted to the schools' respective websites.

8. EHT's Report

- 8.1 The EHT's report (**Paper 7**) was **taken as read**.
- 8.1.1 It was **noted** that most issues had been covered in previous discussions.
- 8.2 EHT updated that Trustees on the status of discussions regarding the caretaker's house on the BPS grounds.
- 8.2.1 It was reported that the transfer of the BPS building lease to DHET would not be completed until all defects in the building had been addressed. EHT stated that the BPS lease included rights to use the undercroft of the caretaker's house, but not to the two floors above it.
- 8.2.2 EHT reported that the caretaker's house was in a generally poor state of repair, and thus it was not clear whether it would be in the Trust's best interests to pursue possession of this building.
- 8.2.3 It was **discussed** and **agreed** that a visit should be arranged to view the building before a recommendation is made whether the Trust would wish to make an offer to take possession of this building. It was **acknowledged** that there was also a need to judge what the local authority's inclination might be whether to yield up the building.
- 8.2.4 It was **agreed** that an in-principle discussion should be held to assess the position of the local authority and also to gather additional information on the state of the building's repair. It was **agreed** that the Trust should ask the local authority for rights of first refusal should the local authority wish to yield up the property.
- 8.2.5 The range of options for use of the caretaker's house, should the Trust take possession of this property, was **discussed**.
 - ACTION: EHT and RM to attend a meeting with the local authority on the caretaker's house options and report back.**
- 8.3 EHT's rationale for encouraging the Trust to accelerate plans for recruiting new Members of the Trust were **acknowledged**.
- 8.4 It was **noted** that a safeguarding audit had been undertaken by the local authority at DHJS, and that no concerns were raised.

9. Trust Strategy & Development

- 9.1 The growth strategy document "Brave Leadership" (**Paper 8**) was **considered**.
- 9.1.1 EHT stated that the paper had been widely circulated to participants in the Trust strategy day and their feedback had been incorporated. She stated that feedback from participants had assisted with the structure of the paper and in clarifying the audience for the paper.
- 9.1.2 Additional feedback was taken at the table. In particular, concern was expressed that two of the Trust's unique selling points – i.e., brave leadership and the glittering curriculum – were not sufficiently highlighted in the paper. It was **noted** that the first mention of brave leadership was on page 7 of the paper. It was also suggested that further clarifications between vision and strategy should be considered.

- 9.1.3 EHT invited Trustees to forward any additional comments to her by email.
- 9.1.4 It was **discussed** that the next iteration of the paper would form the basis for the next planned strategy session with Trustees and the school SLTs and LGBs.

ACTION: Trustees to send any further comments on the strategy paper to EHT by 7 July 2019.

- 9.2 A growth strategy working group was proposed. It was stated that the purpose of the group would be to identify what growth for the Trust would look like and what would be possible.
 - 9.2.1 It was stated that outside consultants could be retained to assist with determining what growth would look like and with shaping an approach, but that it was not yet clear whether such external help would be necessary or appropriate.
 - 9.2.2 EHT suggested that both Heads of School should be included on the group to ensure that they remained informed, and also to encourage buy-in to the Trust's growth strategy.
 - 9.2.3 The question of whether a growth strategy group was needed now, or whether constituting a group at this stage would be premature was **considered**.
 - 9.2.4 It was **discussed** and **agreed** that the Trustees should take responsibility for firming up the vision and scope of the growth strategy to be proposed.
 - 9.2.5 Previous discussions regarding Trust growth were **reviewed**.
 - 9.2.6 Resources needed to take the growth strategy forward were **discussed**. It was **noted** that a consultant or the appointment of a business development manager may need to be considered.
 - 9.2.7 Various views on such appointments and other resources that may or may not be needed to develop and implement a growth strategy were **discussed**.
- 9.3 It was suggested and **agreed** that a meeting of the Trustees should be arranged to focus exclusively on strategy. Appropriate dates would be considered.
 - 9.3.1 It was **agreed** that the future strategy meeting should be informed by the Trust's previous discussions on expansion and growth.

ACTION: Chair to circulate relevant previous papers on Trust growth to assist with Trustees' discussions of future Trust growth.

- 9.4 The updated governance plan (**Paper 9**) was **noted**.
 - 9.4.1 It was **noted** that further updates were needed to the governance plan to refer to the two board subcommittees and the new trustees.

ACTION: Chair to update the governance plan and circulate it with the papers for the next Trustee meeting.

- 9.5 The proposed new name for the Trust was **considered**.
 - 9.5.1 The name "Amber Educational Trust" was **agreed in principle**, subject to due diligence.
 - 9.5.2 The practicalities of implementing the new name were briefly **discussed** and it was **acknowledged** that these would need to be carefully considered.

10. Committee Reports

- 10.1 The draft minutes of the 4 June 2019 meeting of the Audit Committee (**Paper 10**) were **taken as read**.
 - 10.1.1 CP stated his appreciation for SS in his contributions to the Audit Committee, and for the clarity he has brought to the financial and internal control information presented to and discussed with the Audit Committee.
- 10.2 The draft minutes of the 2 May 2019 inaugural meeting of the Pay & Personnel Committee ("PPC") (**Paper 11**) were **taken as read**.

- 10.2.1 It was **noted** that PPC would deal with issues around personnel changes and role development for the Trust, including remuneration issues. The Pay Policy would also be routinely reviewed by PPC.
- 10.2.2 The confidentiality of the PPC minutes was **discussed**. It was **agreed** that these should be routinely reported in a confidential section of the DHET agenda.

11. Reports of the Local Governing Bodies

- 11.1 The draft minutes of the 13 June 2019 meeting of the Belham LGB (**Paper 12**) were **received** and **taken as read**.
- 11.1.1 SL reported that two subcommittees of the LGB had been formed and would convene from the autumn term next year.
- 11.1.2 SL reported that two new governors had been appointed, and one has stood down.
- 11.2 The draft minutes of the 3 April 2019 meeting of the DHJS LGB (**Paper 13**) were **received** and **taken as read**.
- 11.2.1 KR reported that a new governor would be proposed for appointment at the next LGB meeting.

12. Items for Review

- 12.1 The Charging & Remission Policy (**Paper 14**) was **reviewed**.
- 12.1.1 It was **agreed** that the policy should cross reference the Community Use Policy.
- 12.1.2 The Charging & Remission Policy was **approved**, subject to cross references to the Community Use Policy and minor editorial amendment.
ACTION: Minor editorial comments to be sent to EHT for incorporation in the policy.
- 12.2 The Freedom of Information Policy (**Paper 15**) was **reviewed** and **approved**.
- 12.2.1 It was noted that the policy information on the Trust website needed updating.
ACTION: RM to undertake a review of the Trust website and report back.
- 12.3 The Single Equalities Plan (**Paper 16**) was **reviewed**.
- 12.3.1 It was **discussed** and **agreed** that “tolerance” should be changed to “acceptance” throughout the policy.
- 12.3.2 The Single Equalities Plan was **approved**, subject to the amendment discussed.

13. Safeguarding

- 13.1 It was **noted** that safeguarding training would be provided to governors at BPS in September. Trustees were also invited to attend.
ACTION: EHT to forward dates and joining instructions for the safeguarding training to all Trustees.
- 13.2 EHT confirmed that there were no safeguarding incidents to report to the Trustees.

14. Any Other Business

- 14.1 EHT invited Trustees to attend school events on the following dates:
- 3 July – Art exhibition at DHJS at 5:00 p.m.
 - 4 July – BPS second annual music concert
 - 6 July – BPS summer fair
 - 11/12 July – Year 6 production at Alleyn’s theatre. Trustees were asked to note that the Year 6 production was a ticketed event, with tickets available from EHT.
 - 16 July – DHJS Music concert at JAGS.

The business of the meeting concluded at 21:55.

Date of the Next Meeting - Thursday, 10 October 2019 at 18:30 at The Belham Primary School.

KF/kf: 06/07/2019