



**PRIVATE AND CONFIDENTIAL**  
**LAURUS BOARD OF TRUSTEES**

Date: 4/12/2019  
 Time: 09.30 – 12.00  
 Pre Meeting Training: Risk Management including review of Laurus Trust and Gorse Bank Risk Registers and Risk Management Policy  
 Venue: Laurus Trust Offices  
 Clerk: Rebecca Clare  
 Present: T Little, C Nevin, D Brown, P Benton, C Fisher, D Kershaw, L Woolley, W Mason, L Elias  
 In attendance: L Magrath, M Vevers, N Burgess

Action	Initials
Actions from pre-training (Risk) Trust Risk Register It was agreed that the document should be 'live' and therefore version controls and dates should be added to the document. Trustees recommended for a score of seven and above to be marked 'red'. Trustees also requested that a paragraph be added on the likelihood and explanation from the framework. Trustees would like arrows to be added to the end column to indicate if the risk has gone up, down or stayed the same. Trustees requested that the policy states that the Risk Register is used to 'drive standards'.	WM
Academy Committee Risk Register It was agreed that the Governance, Oversight and Standards Committee should check the monitoring of the Academy Committee Risk Register. Trustees asked for the colours on the Trust and School Risk Register to be the same.	LW
The performance tables will be shared in March once they are published.	DW
LW will approach the potential Trustee. (SM)	LW
TL was contact RK to see if he would be the link for Risk as this was his area of expertise.	RK
It was agreed that the Trust Directors would be in contact after Christmas to arrange the meetings.	MV
It was agreed that the Remuneration Committee would be renamed the Remuneration Panel and made subordinate to the Pay Committee.	WM/JJ

**Pre training - Risk Management including review of Laurus Trust and Gorse Bank Risk Registers and Risk Management Policy**

Trustees read The RSM Publication on 'Academies sector risk register analysis' prior to the meeting. The Trust Risk Register was shared in advance of the meeting. Trustees were informed that an effective and well run board sets, assesses and manages risks. The Risk Register is a mandatory document and there should be an annual risk report that is scrutinised by Trustees. Boards should respond to external advice. Trustees reviewed the Risk Management Policy. When considering the Trust Risk Register, Trustees requested that the process for evaluating the likelihood and impact should be made clear on the register. Trustees reviewed individual risks to understand how they

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were worked out. **It was agreed that the document should be 'live' and therefore version controls and dates should be added to the document.** Trustees said it was important that all staff see risk as a positive that can be managed well. WM informed Trustees that all members of staff access the Risk Management Policy. Operational risks are regularly reviewed by SMT, but strategic risks should be managed by the Board. The Risk Register is scheduled for review twice a year and this is recorded in the Schedule of Business. **Trustees recommended for a score of seven and above to be marked 'red'. Trustees also requested that a paragraph be added on the likelihood and explanation from the framework. Trustees would like arrows to be added to the end column to indicate if the risk has gone up, down or stayed the same. Trustees requested that the policy states that the Risk Register is used to 'drive standards'.**

Trustees discussed how Trustees and local governors know that risk is managed. LW explained that there is also a Risk Register for each school. LW provided a draft of the Gorse Bank Risk Register that would be used as a template for all schools to use, although the primary and secondary Risk Register would be different. Trustees noted that the categories were different in the Trust Risk Register and the Academy Committee Risk Register, but agreed that they should have a different focus. **It was agreed that the Governance, Oversight and Standards Committee should check the monitoring of the Academy Committee Risk Register.** Trustees recognised that each Risk Register for each school will look different. **Trustees asked for the colours on the Trust and School Risk Register to be the same.** LW stated that the Academy Committee will be asked to focus on any 'red' risks.

#### Agenda – Part 1

Category	Item	Notes	Action
1	Governance Arrangements	Apologies/ AOB items	
		Register of interests	
		Code of Conduct	
		Scheme of Delegation	
		Part I Minutes	
		<p>The Chair welcomed those in attendance to the meeting. Apologies for absence were received for V Horsefield and R Kumar.</p> <p>The Register of Interest was circulated. Trustees were asked to check the document and forward any amendments to the Clerk. LW informed Trustees that all schools will be using the Trust Board Register of Business Interest template.</p> <p>The Code of Conduct for Trustees and Governors was uploaded to Trust Governor for reference at each meeting and for any newly appointed Trustees to adhere to.</p> <p>The Scheme of Delegation was shared. Trustees noted that there were no material changes to the Scheme of Delegation.</p> <p><b>Trustees reviewed the Part I Minutes of the Trust Board and approved the minutes as an accurate record. The Chair reviewed the actions from the previous meeting.</b></p> <p>CN confirmed that JS has resigned as a Trustee but will remain as a Member. <b>The performance tables will be shared in March once they are published.</b></p>	DW

2	People	Membership and Succession Planning	<p>LM confirmed that a potential Trustee that she had approached could not join the Laurus Trust as she already serves on another Trust Board. Trustees discussed a potential Trustee who currently serves on the Gorsey Bank Academy Committee and had recently joined the Governance, Standards and Oversight Committee. <b>LW will approach the potential Trustee.</b> LM has received correspondence from two potential governors that could serve on the CHHS Academy Committee. CN and LM will meet with the two potential governors.</p> <p>CN confirmed that he had been elected as Chair of CHHS Academy Committee for a further year and A Jarvis was elected as Vice Chair of CHHS Academy Committee to allow for succession planning. C Nevin stated that the aim was to put the mechanisms in place to plan for a future Chair. IC will take on the Vice Chair position and AJ the Chair position when CN steps down.</p> <p>C Nevin reported that parent elections had taken place for the new schools. C Nevin would be Chair of the new schools initially whilst the new governors are mentored on their role. Governor opportunities will be increased over two to three years to ensure that governors have time to learn their role and in order for parent governors to be appointed from more than just one year group. CN has met a new governor, who has agreed to join DHS and is Chief Super Intendent for Manchester Police in charge of communications.</p>	LW
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3	Systems & Structures	Confirm governance structures/Terms of Reference	<p>Terms of reference for the Pay Committee were received. The Pay Committee Terms of Reference were extracted from the Pay Policy for review and approval. The Pay Committee had recently met and suggested amendments for the Trust Board to approve at today's meeting. The Chair of the Pay Committee had requested that the Terms of Reference are explicit that the <b>Remuneration Panel passes on their recommendations to the Pay Committee for approval in relation to the executive salaries.</b> The Remuneration Panel was previously referred to as Remuneration Committee within the Pay Committee Terms of Reference. <b>An additional bullet point had been added under duties. It was agreed that the Remuneration Committee would be renamed the Remuneration Panel and made subordinate to the Pay Committee.</b></p> <p><b>Q: Are you happy with the information in the Terms of Reference, does there need to be more?</b></p> <p>LM confirmed that the pay information had been shared with the DfE and no response had been received, therefore it was assumed that the information was acceptable.</p> <p><b>Both the Pay Committee and Remuneration Panel Terms of Reference were approved.</b></p>	WM/JJ
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4	Reporting	Trust Board Committee Chair Updates	<p><b>Minutes of Governance, Oversight and Standards Committee</b></p> <p>The minutes of the Governance, Oversight and Standards Committee were received. The recruitment of Governors will continue to be monitored by the Governance, Oversight and Standards Committee. CN will be attending a Governance Association Conference in Manchester based on the new Ofsted framework. Online training packages are being considered and will be rolled out to all governors across all schools. This is likely to be the NGA online training package. The Academy Committee Annual Report will enable the Governance, Oversight and Standards Committee to monitor impact across all schools.</p> <p>LW and CN are in the process of creating a Governance Booklet that can be used to attract new Trustees/governors. CN, CF and RC have created a booklet and it is currently with LE to add a finance element. LW and CN will continue to work on the booklet. It was suggested that the marketing department could support with the creative element and it could be an electronic booklet.</p> <p>CF provided an update on the recent Pay Committee. The Pay Committee approved the 2.75% increase in Teacher's pay scales, payable from 1 September. The Committee committed to supporting the recommended NJC pay award when it is announced for supported staff from 1 April 2020. The Heads of school all attended the meeting to make the pay progression recommendations for eligible staff who had applied. It was explained that the process is rigorous and carefully assessed.</p> <p>This was the first year that all new schools, except DHS, were involved with the process. M Vevers made the pay recommendations from HGHS. He reported that it was difficult as previous performance reviews were not completed on time to the standard expected. Targets had been agreed for the coming year and this will make it easier to assess members of staff more accurately at their next review.</p> <p>The Committee reviewed the Trust Pay Policy and made two suggested amendments for Trustees to approve at the meeting today. HGHS Pay Policy was approved, but will move the Laurus Trust Pay Policy in the future. At the next annual meeting the Gender Pay Gap report will be added to the agenda and evidence of executive leadership salaries benchmarking.</p>	
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5	Being Strategic	<p>Priority 2: Management of Trust Growth (Finance &amp; Procurement /Capital Projects) Review Trust performance in relation to KPIs</p>	<p>The Laurus Trust Development Plan for 2019/20 was reviewed. W Mason requested that Trustees review page 10 where the KPIs for 2019-20 for Management of Trust Growth (Finance &amp; Procurement/Capital Projects) were shared for the Laurus Trust.</p> <p>Trustees reviewed each KPI for the Management of Trust Growth section within the Laurus Trust Development Plan. It was confirmed that KPIs were linked to Academies Financial Manual to ensure that all duties were being carried out effectively.</p> <p><i>Robust financial parameters maintained in all schools ensure value for money</i>  WM confirmed that this KPI is met by ensuring that 3 quotations are sought. Robust requirements are in place and members of staff across the school receive the same finance system training.</p> <p><i>Financial probity</i>  - no red flags identified by auditors and prompt action to audit recommendations  - staffing percentage of total income to be no more than 80%</p> <p>WM informed Trustees that a School Management Advisor had provided an independent report on the Laurus Trust. The report allowed for benchmarking against other schools and the schools within the Trust. The findings were that Gorseley Bank had too many teachers, but this was due to the Primary element of the SCITT being developed. It was found that Gorseley Bank has too many admin staff, but this was found to be a data mistake. The report also highlighted that energy costs across the Laurus Trust were high. The new schools were found to have high energy costs and the new buildings were more expensive to run due to the sensors not being sensitive enough. An Assistant Estates Director has been appointed who has expertise in energy to review the energy contract. The staff costs were currently at 66% and reported to be comfortable but this will need to be reviewed as donations from LFET diminish over time.</p> <p><i>Trust growth options are evaluated in terms of potential impact on overall vision.</i>  WM informed Trustees that there is a comprehensive due diligence process. Trustees are part of the due diligence group and add expertise. Plans are considered carefully and the Trust has said no to some opportunities where they are deemed not suitable.</p>	
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WM provided an update on several of the tribunal claims involving HGHS. One member of staff had injured themselves using a guillotine. The member of staff had not received training on using the guillotine therefore there would be an insurance pay out.

A former disgruntled Trustee who was raising a number of matters seems to have now stopped.

A former parent who raised a case concerning her child's medical condition has now exhausted all options and the case is deemed closed.

An individual from a high profile case that was reported in the press at the time is claiming personal/psychological effects. A member of staff was found not guilty of the claims but no longer works at HGHS. One member of staff at HGHS is supporting WM with the information that is required but it is a huge amount of work and is time consuming.

*Marketing, Communication & Branding – our value proposition is understood and has the desired effect on each type of stakeholder*

WM confirmed that the Marketing department is strong at the Laurus Trust. The open evenings were successful and all schools within the Laurus Trust are oversubscribed including HGHS. Over 8,000 visitors attended Laurus Trust schools open evenings. All schools used the Laurus Trust branding for the marketing campaigns except HGHS due to timing and the planning of their new brand being launched in September 2020.

Q: Why did Laurus Cheadle Hulme have a higher number of applications for school places?

WM confirmed that this was due to the wider catchment area and therefore had the biggest reach.

Club Didsbury will open on 20 January 2020 which will have a sports hall and fitness suite but no outside space.

Trustees noted that both Bramhall High School and Priestnall received Requires Improvement at their recent Ofsted Inspections.

Trust Review Meeting with Deputy RSC	<p>LM, LW, MV, DW and CN attended a meeting with the Deputy Regional Schools Commissioner. They were unable to discuss Trust growth due to the government being in purdah. LW was asked about phonics and headline figures. The group discussed HGHS and the progress that had been made. The positive headline figures for all schools were discussed. WM received a finance question on the donation from LFET and reassurance that the Trust would be able to meet their financial forecast without the donation. WM confirmed that the Trust can meet their forecast without the donation from LFET, but the Trust may not be able to continue to support the electives without the donation. The Trust is not expecting a report from the meeting due to the government being in purdah.</p>
DfE Monitoring Visits	<p>LM reported that the DfE monitoring visits for the new schools had taken place. LW confirmed that the visit for CHPS was carried out by a Primary expert. Good progress was noted in the Nursery. There were minor actions from the visit.</p> <p>The report had been received from the LCH visit and will be reviewed at the Academy Committee. LM stated that the report is overwhelmingly positive.</p> <p>MV reported that the LR visit had also taken place, but the report may take some time due to the government being in purdah. MV reported that during the visit, discussions with parents, students and staff took place.</p> <p>The visits could either be followed up with another visit or a telephone call, but due to the positive outcomes of the visit, all schools would be followed up with a phone call. Trustees congratulated the Heads of Schools on the successful visits.</p>

<p>Dunham Trust</p>	<p>LW informed Trustees that she and LM had visited each school within the Dunham Trust to explore the possibility of joining the Laurus Trust and carry out due diligence. One school was a two form entry, two schools were a one form entry, one was a special school and one was an underperforming school with a falling roll. Elmridge Primary School was in close proximity to Gorse Bank Primary School and good links could be made. Acre Hall was interesting as it was felt that the staff within the Laurus Trust could make a difference to the curriculum. One school which was a special school required a different set of expertise but the Head was inspiring and came across very well. The Lime Tree building needed a lot of work and was considered to not be a good option. Barton Clough was an underperforming school with a falling roll.</p> <p><b>Q: Do all schools need to join the Laurus Trust or can they be separated?</b></p> <p>Trustees discussed whether all schools needed to be taken in. LM reported that she had spoken to Vicky Beer and it was an option to take some of the schools from the Dunham Trust, but not all.</p> <p>WM has spent time with the finance director for the Dunham Trust. LM and LW will continue to progress with the due diligence but it was unlikely that this will progress quickly at the current time due to the government being in purdah.</p>
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6	Holding to Account	Auditing and reporting arrangements for matters of compliance (e.g. safeguarding, H&S, employment)	<p>WM confirmed the process for reporting Health and Safety and Safeguarding matters. Trustees were informed that a full Health and Safety audit report will be shared with the Audit, Finance and Resources Committee. There will be focus at the meeting on Hazel Grove High School and the new schools. WM reported that there have been a few outstanding issues with the new schools for example the fire doors are not compliant at DHS.</p> <p>DB reported that he and WS had visited all schools across the Laurus Trust to check the single central record and review all safeguarding documentation. There will be a deep dive into safeguarding at HGHS to ensure that the school is Ofsted ready and the culture of safeguarding is aligned to the Trust.</p> <p>LM confirmed that the Laurus Trust have a contract with Heads HR which is an employment helpline, however the Laurus Trust are strengthening the HR capacity in-house and building on expertise. The Trust will retain the contract with Heads HR as it is education specific.</p>	
	Link Trustee Roles & Responsibilities		<p>LM explained that they would like Trustees to become Academic Links. Trustees will be aligned to a Trust Director and have one role each. MV explained that the role would evolve over time, but it would be a strategic role and an opportunity to see implementation of the curriculum and support for subject leaders.</p> <p>The following Academic Links were agreed:  Mathematics LE  English CN  Science RK  MFL CF  Humanities DK  Culture, creativity &amp; Rhetoric TL  Personal Development DK</p> <p>In addition PB agreed to continue to be the link for SEND. A Safeguarding link would be decided. TL will contact <b>RK to see if he would be the link for Risk as this was his area of expertise.</b></p> <p>It was suggested that a pro-forma would be created for each curriculum area for all Trustees to complete. <b>It was agreed that the Trust Directors would be in contact after Christmas to arrange the meetings.</b></p>	<p>RK</p> <p>MV</p>

		<p>Policies</p> <p>The following policies were reviewed and approved:  DPO20 HGHS Appraisal Policy  Appeals against failure Policy  Appraisal Policy LT  Assessment and Moderation Policy  Attendance, Absence and Deferral Policy  Btecs Policy LT  Cause for Concern Policy  Code of conduct Policy LT  E Safety Policy  Equality, Diversity and Community Cohesion Policy  Minibus Policy _LT  Quality Assurance Policy  Selection and Recruitment Policy  Risk Management Policy  Unprofessional conduct and disciplinary Policy</p>	
7	<p>Ensuring Financial Probity</p> <p>Annual Re- port and Ac- counts sub- mission</p> <p>Trust Finan- cial Scheme of Delega- tion</p> <p>Finance and Procure- ment/Capital Project focus</p> <p>Review au- dited finan- cial state- ments, audi- tor’s man- agement letter and accounts submission coversheet for previous year</p>	<p>WM presented the Audit, Finance and Resources Committee agenda. The meeting was being held after the Trust Board meeting today. The following items would be discussed:  Annual Re-port and Accounts submission</p> <p>Trust Financial Scheme of Delegation</p> <p>Finance and Procurement/Capital Project focus</p> <p>Review audited financial statements, auditor’s management letter and accounts submission coversheet for previous year</p> <p>WM confirmed that the Audit Findings Report was clean and there were no recommendations.</p>	

	AOB		There were no matters raised under Any Other Business.	
	Meeting Dates	TBM3 – 07/02/20 TBM4 – 25/03/20 TBM5 – 06/05/20 TBM6 – 08/07/20	The meeting dates Trust Board Friday 7 February 2020 at the Laurus Trust Offices at 9.30am  Trust Board Wednesday 25 March 2020 at the Laurus Trust Offices at 9.30am  Trust Board, Wednesday 6 May 2020 at Didsbury High School at 10.00am  AGM Wednesday 6 May 2020 at Didsbury High School at 9.30am  Trust Board Wednesday 8 July 2020 at Laurus Trust Offices at 9.30am	

Impact of Meeting / Key Outcomes
<p>Pre meeting training - Risk Management including review of Laurus Trust and Gorsey Bank Risk Registers and Risk Management Policy</p> <p>Update on growth of the Laurus Trust – Primary element</p> <p>Trust Board Academic Links were agreed</p> <p>Management of Trust Growth (Finance &amp; Procurement/Capital Projects)</p> <p>Comprehensive review of Trust performance in relation to KPIs</p> <p>Update on recent meetings with the Deputy RSC and DfE monitoring visits of the new schools</p>