

Minutes of Full Trustee Meeting
Wednesday 13th December 2023, 7pm
Held via zoom

Present: Tricia Pritchard – TP (Chair), Andrew MacLellan – AM, Andrew Day – AD, David Farrer – DF, Gill Ambrose – GA, Imogen Nay – IN, Janet Bunker – JB, Keith Carne – KC, Sarah Helme (Finance & Compliance) – SH, Victoria Goodman (Spirituality Officer) – VG, Claire Jameson (Administrator) - CJ

Opening prayer led by Janet Bunker.

1. Apologies: Andrew Read, Sarah Conant, Matthew Pettifer, Ruth Barry and Isobel Rawlinson.

Declarations of interest: nothing new

2. Minutes of previous meeting (Paper A) The minutes were approved as an accurate record of the meeting on 28th June 2023.

Outstanding actions It was agreed the skills audit to be undertaken by IR/TP should be done by Easter. The action relating to meeting with Norwich Diocese can be removed, this will be considered at the next Exec meeting to decide if it should be pursued. With regards to the zoom session for Foundation Governors, IN advised it would be useful to have some training for new Foundation Governors. CJ will circulate the dates of the Diocese training sessions and will contact the Diocese to ask if the trainer they use could lead a training session for CSoC. CJ/TP will contact SC or Jaqueline McCamphill to ask for details. The meeting between ex-officio trustees, TP & IR will wait until after CJ has reported back on her meetings with Churches as there is some overlap with this work.

Action: CJ to update outstanding actions list, CJ to circulate dates of Diocese Foundation Governor training sessions, CJ/TP to ask for details of trainer who runs Diocese training sessions.

3. Chair's Update (Paper B)

TP outlined the recommendations listed in the paper, the aim being for the strategy to fit with the vision which was agreed at the June Full Trustee meeting.

Educational Priorities

AD gave an overview of the Education Committee priorities which will underpin spending by the committee. AD explained that he, IR and TP met with the CSoC Heads via zoom and discussed the priorities. Some grants may be repeated following feedback from the Heads. TP invited questions. There was a discussion on the TA funding, which whilst understandable following Covid, should this now be supported by school budgets. AD advised schools are already asking for this funding to continue and the applications will be reviewed by the Education committee. Trustees approved the recommendation of the Exec Committee that the Education committee objectives are incorporated into a Trust strategic plan for the next two years.

Extending support to the outer ring of Cambridge

TP outlined this recommendation and advised the 4 CSoC schools would not get as much if support was extended to the wider area. It was noted that the outer schools are already supported by EDRA and the wellbeing project which receive funding from CSoC and VG and the Spirituality Committee are already working with the wider schools. There was a discussion with concerns raised including available resources especially finances, if the Trust spreads funds thinly it may have less of an impact, are the Education Committee able to deal with requests from 11 schools and there would be an increase in the workload for IR. Support for the outer ring schools does not need to be financial, they could be invited to events such as the proposed CSoC Foundation Governor training. Any offer to the outer ring of schools would need to be clear and linked to the priorities. Trustees agreed that the Trust has sufficient funds to support others and were overall in favour of extending bidding opportunities for funding projects, linked to the objectives, to Church schools in the outer ring of Cambridge.

CSoC and MATs

TP advised that the plan is to listen to schools and find out their plans as this will help guide CSoC. TP has spoken with Alistair Day, the Head of St Bede's, there are issues with the school being inter-church that will need to be overcome. There was the suggestion of an inter-church MAT which both Anglican and Roman Catholic schools could join, but the legal implications of this would need to be investigated. CSoC approval would be needed for St Bede's to join a MAT as the Trust owns 25% of the buildings and the lease would need to be negotiated. It was acknowledged that with LA's struggling financially schools may be pushed into academisation. There was also a discussion around the development at the Marshalls site and Histon Road regarding whether any of the new schools

would be Church schools and whether CSoC wanted to be involved in the bidding process. It was agreed to discuss this further at the next Exec meeting. All Trustees were in favour of exploring the MAT further, beginning with the listening exercise.

Actions: TP and KC to contact schools to listen to their plans, Exec to discuss process of bidding for new schools at the Marshalls site.

4. Items for Discussion

a) Strategy

This was discussed under item 3.

b) Finance (Paper C)

AM advised that the paper outlines the finances and how they are used. Trustees thanked AM for the clear paper which was easy to follow. The reserves are high, but the proposal is to spend excess capital growth over and above inflation. The average growth over the last 10 years is 3% and spending the excess as a proportion gives stability. This formula has been applied to the 3-year budget spreadsheet giving £512,000 as the current 2024 budget for the committees. This leaves £60,000 of available funds to spend above that already committed. The following was approved by Trustees:

1. Capital growth will be used as income as outlined in Paper C. (1/3 of unspent accumulated capital growth).
2. The £512,000 are available funds to spend. The £60,000 unallocated funds are available for committees to request as and when needed. The Exec will decide how this is allocated.
3. Going forward budgeting will use an annual commitment approach, rather than annual spend.

AM confirmed he will discuss the budgeting with SH to explain the process more fully.

Trustees discussed asking schools to show their accounts when applying for funding and explaining why funding cannot be taken from their funds.

IN asked AM what the Charity Commission perspective is on the Trust's reserves, AM advised in the past justification for the reserves had to be given but this has not happened in recent years. AM advised they provide dividends and income. IN felt there is a moral and ethical position on this. KC explained that the Trust ought to be spending income but for the long term aims of the Charity and to be able to support future generations, the Trust needs to avoid putting lots of money into schools in the short term. If a MAT is established, then the reserves may be used as this would be considered exceptional circumstances. TP thanked AM.

Actions: AM to discuss budgeting with SH/IR

c) Trustees

Annual Declarations (Paper D)

CJ confirmed she will send the Declaration form to Trustees in January for them to complete and return. Any questions on this should be sent to CJ.

Action: CJ to send Annual Declaration Forms to Trustees in January.

Revision of the Scheme and Terms of Office

TP and KC will seek legal advice on changes to the scheme and report back to Trustees. The change in scheme will include specifying a set term of office for elected and co-opted Trustees. There will be a planned and staged implementation of this. AM advised including the term of office in the rules provides more flexibility as the scheme will make it a legal obligation.

Action: TP/KC to seek legal advice on changing the scheme and report back to Trustees.

Trustees and Vacancies (Paper E)

TP advised that AR has resigned from his position as Diocesan Director of Education (DDE) and Sarah Conant has been appointed as the interim DDE. SC was invited to this meeting, but was unable to attend. TP is going to contact Alex Hughes as Chair of the DBE to agree that the DDE is automatically appointed as a trustee, so that the position is automatically passed on when there is a change in Director. Trustees noted that there was also another DBE vacancy. It was agreed that after a skills audit has been completed the DBE can be informed which skills would be preferable for the remaining vacancy. There was a discussion around asking AR to remain as a co-opted Trustee and it was agreed that TP will speak with AR regarding this and feedback on Trustees concerns and hopes. The alternative of asking AR to be a consultant for specific projects was also discussed.

Action: TP to contact Alex Hughes regarding DDE trustee position and to speak to AR re co-opted Trustee position.

d) Safeguarding Reporting

GA confirmed that there are no safeguarding issues to report. SH's report, which is included in the Items to Note section, has more information. TP thanked SH for all her work on this.

e) Director's Report – Annual Review (Paper F)

Trustee's felt IR's report was very clear and comprehensive and shows the wide range of projects the Trust is funding. The report was noted by Trustees, with many of the items included in the report having already been discussed during the meeting. Trustees thanked IR for her report.

IN left the meeting at 8:45pm

5. Items to Note

- **St Philip's Building Project update**

AM gave a verbal update to the meeting advising that work started a month ago and is slightly behind time. The aim is to do the work on the hall over the Christmas holidays. There is a third party, experienced project manager managing the project, along with AM. The budget allows for some inevitable extras so CSoC is not expected to contribute to the costs, other than the redecoration which has been previously discussed. TP confirmed that CSoC pay the invoices for the project and the LA reimburses these. AM is monitoring the spend to ensure that there is no huge overspend which would be a risk to the Trust. AM confirmed the LA have removed the hard end date of March for the funding, the end date is now the end of April and is not a hard end but will have to explain the reasons if there are any delays. JB questioned any potential risk if the LA were to go bankrupt, but AM confirmed the funds for the project are from S106 monies which have been ringfenced. TP thanked AM and KC for all their work on this.

- **Link Trustee Reports**

St Paul's (DF) – The school has improved with the help of CSoC, governors and the Head. The school hopes to get back to 7 classes and any continuation of help with TA support would be greatly appreciated.

St Bede's (AD) – The school is doing very well, and the staff are very dedicated. There are plans for a new music centre.

Park Street (AD) – The school is oversubscribed, and the budget is in a good place, support from CSoC has helped this. June Stevenson is now working at St Philip's which shows collaboration between the schools.

St Philip's (AM) – Behaviour is an issue, but the school is coping. The school needs stability and the interim Head being in place for a year to try and resolve outstanding issues should help with this. There have been 30 staff changes and numerous children joining and leaving meaning several class restructures have already taken place. The Diocese and LA have been providing support for the school and the advert for the Head position is now out. VG noted that the school feels calmer. There was a discussion on how reducing the PAN may help the school.

- **Meeting attendance**

TP questioned if there is a minimum requirement for meeting attendance. AM advised there is no formal requirement, but a reappointment can be requested if necessary. It was also noted that the Chair can choose not to accept an apology.

GA left the meeting at 20:58

6. Close

TP asked everyone to summarise the meeting in one sentence. TP thanked Trustees for all their support.

7. Date for next meeting – Wednesday 10th July 2024, 7pm

Meeting closed with Grace at 21:04.