

**Minutes of the meeting of the South Bank Academies Board
held at 1.00 pm on Tuesday, 11 December 2018
1B27 - Technopark, SE1 6LN**

Present

Richard Flatman (Vice-Chair, in the Chair)
Nicole Louis
Lesley Morrison
James Stevenson

Apologies

Douglas Denham St Pinnock
Tony Giddings
David Phoenix

In attendance

Michael Broadway
Clym Cunnington
Anjali Kothari
Dan Cundy
Alexander Enibe

1. Welcome and apologies

The Chair welcomed members to the meeting, including Shivani Kothari from Kingston Smith (Auditors).

The Chair confirmed that Richard Parrish had resigned from the Board on 18 October 2018, due to increased responsibilities at his school.

The above apologies were noted.

2. Declarations of interest

The following attendees declared their interests in pay awards:

- Clym Cunnington (Trust Business Manager)
- Dan Cundy (Trust Executive Principal)

3. Minutes of last meeting

The Board approved the minutes of the previous meeting of 11 October 2018, subject to changes.

4. Matters arising

The Board noted the actions arising from the previous meeting.

Under item 4 of the previous meeting, the CEO confirmed that the Judicium data audit / report would be done in early 2019. The Board requested that a report to be provided at the next Board meeting on 21 March 2019.

Under item 5, the Board noted that the UKVI audit was reported to the SBA Audit committee meeting on 27 November 2018.

The Board noted that the Executive Principal would review the A level curriculum at both schools.

Under item 7, the Board requested that the final draft of the Governance Agreement to come to its next meeting on 21 March 2019.

Under item 8, the CEO confirmed that they are looking at incorporating the schools into LSBU Health and Safety committee and looking at LSBU estates providing shared services support across the Multi Academy Trust (MAT).

It was confirmed that LSBU Group Executive has the oversight of Health & Safety across the Group. The Board requested that an update be provided by the Business Manager at the next meeting on 21 March 2019. The Board also requested that the Business Manager provides a Health & Safety update for each Board meeting and a more detailed report annually.

The Board noted strategy day planned for the 14 May 2019. The Board requested that Trust KPIs are reviewed.

5. External audit findings

Shivani Kothari (Auditors) joined the meeting.

The Board discussed in detail the external audit findings for the year ending 31 August 2018, which had been reviewed in detail by the Audit committee. The report had been updated following the Audit committee meeting.

The Board noted that although there had been improvements from the previous year including new appointments and training provided at the Trust, financial control issues still remain.

The Chair confirmed that the Audit committee was satisfied that progress has been made, and were reassured that some of the recommendations from last year were being implemented.

The CEO confirmed that there is an action plan to address the issues raised which will regularly be reviewed by the Audit committee. The Business Manager confirmed that capacity issues are also being addressed. The Chair confirmed that LSBU is moving to a group structure and oversight.

An update would be provided to the ESFA.

6. Annual report and accounts 2017/18

The Board discussed the draft Annual Report and Accounts for the year ended 31 August 2018, which had been reviewed by the Audit committee.

The Board noted that the changes to the accounts since the meeting of the Audit committee on 27 November 2018, including:

- Removal of the £14m adjustment to account for the funding paid to Trinity Academy regarding UTC occupied premises

The Board noted that the Auditor's regularity report is in line with the reporting requirement.

The Board noted assurances from the CEO and Business Manager that the form and content of the report and accounts were accurate and could be approved by the Board.

After careful consideration, the Board approved the annual report and financial statements for the year ended 31 July 2018 and authorised the Chair and the CEO to sign on behalf of the Board.

Shivani Kothari (Auditors) left the meeting.

7. Letter of representation

The Board discussed the letter of representation to the external auditors, which had been reviewed in detail by the Audit committee.

The Board noted the representations specific to SBA.

The CEO and Business Manager confirmed that all material matters had been disclosed to the auditors and that the representation were accurate and reasonable.

The Board approved the letter and authorised the Chair to sign on behalf of the Board.

8. Appointment of auditors

The Board approved the written resolutions to reappoint Kingston Smith as external auditors, subject to a review by the Audit committee.

9. CEO's Report

The Board reviewed the CEO's report.

The Board congratulated Dan Cundy on his recent appointment as Trust Executive Principal. Mr Cundy will continue to act as the Principal for the UTC for the remainder of the academic year. The plan is to have a new UTC Principal to start by September 2019.

The CEO confirmed that the Trust is looking to recruit an interim Vice Principal for the rest of the academic year.

The CEO confirmed that the Trust has appointed an HR Manager to work across both schools, and to lead on all HR transaction, compliance and organisation development matters. A number of areas requiring action had been identified, and the HR Manager is leading on the action plan. HR reports were discussed at the Audit committee meeting of 27 November 2018.

The Board noted that the Chair, CEO, Executive Principal and Business Manager attended a meeting at the DfE on 20 November 2018, where they provided an update on governance, operations, strategy and funding across the Trust.

The Board noted that the UTC is currently preparing for its first OFSTED inspection. The Executive Principal confirmed that the schools, including the UTC local governors are preparing thoroughly. The Board noted the UTC draft mock OFSTED inspection report by Judicium, which identified area from improvement.

The Board noted the UAE School Improvement Advisor report which was completed on 13 November 2018 by the School Improvement Advisor, and will be discussed in detail by the SAB.

10. Management accounts update

The Board noted the verbal update on management accounts. The Business Manager confirmed that the Board would have a report at its next meeting on 21 March 2018.

The Board requested that the Business Manager circulate December 2018 management accounts by mid-January 2019 to the Board. In addition, it was agreed that the December 2018 management accounts should be reviewed by the Group CFO and Group Financial Controller.

11. Safeguarding reports

The Board discussed the safeguarding update for November 2018 for the UAE and UTC.

The Board noted that each school works with their local safeguarding board (UAE work with Southwark and UTC work with Lambeth).

The Executive Principal confirmed that staff have been trained on reporting and auditing safeguarding activities.

The CEO confirmed that an audit on safeguarding had been carried out on UTC and UAE over the last year and the major issue had been identified. Issues raised at the UTC in February 2018 have been fixed.

A director asked the CEO and Executive Principal about any safeguarding issues that the Board should be aware of. The Executive Principal confirmed that there were no safeguarding issues at the schools. The Board noted the

decline in support from the local authorities as a result of cuts in local government resources.

A director asked the Executive Principal about the schools' relationship with the local police on gang related issues. The Executive Principal confirmed that the schools have had review of its relationships with their local police.

The Board requested to a safeguarding training requirements. The Clerk would circulate the latest DfE 'keeping children safe in education' to the Board.

The Executive Principal is working with LSBU to review support to staff on wellbeing.

The Board approved the new safeguarding update template.

12. **Governance update**

The Board noted the SBA and SAB Chairs' appointment update.

Following the DfE governance review of South Bank Academies Trust, at its meeting of 11 October 2018, the Board had agreed to appoint an independent Chair of the Board and Chairs of the School Advisory Boards.

The Board noted that candidates had applied.

The governance team is continuing to explore the LSBU alumni network for suitable candidates.

The Board agreed that all three candidates are invited to meet the Group CEO, LSBU Pro Vice Chancellor (Further Education) and the Executive Principal to discuss their interest in the role further.

Following this meeting, successful candidates would be invited to an interview with the interim Chair of the Board, interim CEO and an independent director.

Any recommendation to appoint will be brought back to the Board to approve via email.

13. **Annual cost of living pay awards**

The Board discussed the proposed salary increases for 2018/19.

This covers an annual cost of living pay award of 2% across the staff base, in addition to scale-based increases post appraisal, which will be a further 3.5% increase in the base. The proposal was based on the 2018/19 Teachers' COL pay award.

The Board queried the figures as it appeared as some people would be getting a 5.5% pay awards. The Board asked whether the whole amount will

be fully funded by the Trust or there will be some funding from DfE to cover the costs of the increment. The Business Manager confirmed the DfE will be providing some funding towards the salary increment and that the increase is budgeted.

The Board noted that it is very competitive to recruit teachers in London.

The Board approved the proposed salary increases 2018/19, subject to clarification on the actual costs.

A director asked whether salary increases were performance related. The CEO confirmed that the increases are dependent on a satisfactory appraisal.

The Board noted that the SBA remuneration committee meeting will be done via email, as most of the members are not able to attend in person.

14. Annual register of interests

The Board noted the updated register of interests.

15. Policies Update

The Board noted the ongoing review of the company policies.

The Board noted that the Business Manager will be reviewing the policies.

16. Risk registers

The Board noted the risk registers and approved the proposed new template.

17. SBA Audit committee and School Advisory Board reports

The Board noted the summary of the Audit committee and School Advisory Boards' reports.

**Date of next meeting
1.00 pm, on Thursday, 7 March 2019**

Confirmed as a true record

..... (Chair)