



**MINUTES OF A MEETING OF THE BOARD OF DIRECTORS (BoD) OF THE RURAL CHURCH
SCHOOLS ACADEMY TRUST (RCSAT) HELD AT
WARMINGHAM CE PRIMARY SCHOOL
ON 13th NOVEMBER 2024
(Commenced 4pm)**

Directors in Attendance:

P Bostock	(PB)	Chair of Board of Directors
N Badger	(NB)	Executive Headteacher
P North	(PN)	
J Griffith	(JG)	(Joined remotely)

Also in Attendance:

B Brockbank	(BB)	Chair St Oswald's LGC
M Gate	(MG)	Chair Warmingham LGC
J Jones	(JJ)	Trust Business Manager
J Knight	(JK)	Afford Bond
H Cummings	(Clerk)	

PART ONE

The meeting opened with a prayer.

1. APOLOGIES AND ANY OTHER BUSINESS (AOB) ITEMS

Apologies for absence had been received from Rev Tim Hayward and Vanessa Greenbury.

There were no items of additional business to consider.

2. CONFLICT OF INTEREST

No conflicts of interest were declared in relation to the business of the meeting. General declarations of interest were recorded in full on GovernorHub.

3. ELECTION OF TRUST BOARD CHAIR & VICE CHAIR

PB was elected as Chair of the Trust Board for a further term of one year.

BH was elected as Vice Chair of the Trust Board for a term of one year.

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4. PRESENTATION OF THE ANNUAL ACCOUNTS

Mr J Knight, representing Afford Bond, presented the accounts for the period ending 31st August 2024. JK noted the following key points from the accounts:

- Income received in 2023/24 was higher than for the previous period, but expenditure had increased even more.
- The reasons for the overspend were clearly understood and were largely due to increased teacher costs and capital expenditure.
- Nevertheless, while the RCSAT was still solvent, the position was not sustainable in the long-term.

JK referred Directors to the last 2 paragraphs of the Independent Auditor's report, entitled Emphasis of Matter and note 1.2 to the accounts. These sections identified material uncertainty around the future of the trust as a going concern, but noted the discussions relating to a merger with CDAT (Chester Diocesan Academies Trust), planned for spring 2025. The accounts confirmed that the RCSAT would be a going concern at the point of transfer.

JK confirmed that all statutory and regulatory testing had been completed and Afford Bond were happy to sign off the accounts.

Directors **approved** the accounts for 2023/24.

ACTION: JK to arrange for electronic signing of the accounts, after which he would submit a paper copy to Companies House.

JK explained that all assets would transfer to CDAT at the date of the merger, but that RCSAT would still exist as a legal entity and would need to produce a final set of audited accounts for the year to 31st August 2025. Once those accounts had been submitted, the DfE would give permission for the RCSAT to be officially wound-up, and would provide information on the process to follow.

Directors noted that while responsibility for the three schools would pass to CDAT from the date of the transfer, the Board of Directors would need to remain in place. A final meeting would be required in the autumn term of 2025 to approve the accounts and the liquidation of the Trust.

Directors thanked JK for the information and for his work for RCSAT over previous years.

5. PART ONE MINUTES AND MATTERS ARISING

The part one minutes of the previous meeting on 10th July 2024 were **agreed** as a true record, signed by the Chair and retained by the trust.

Matters arising

The action log from the previous meeting was reviewed and the following matters noted:

- PB to arrange a meeting of the Internal Audit committee **Action c/f**.
- JG to meet with JJ to look at trust finance. **Action c/f**.

All other actions had been completed or were no longer required.

6. MEMBERSHIP

a) There were no changes to the membership of the Board of Directors to note.

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b) LGC membership:

- Directors approved the appointment of Melanie Guttridge as a Parent governor at St Oswald's.
- Directors approved the appointment of Alison Kaciewicz as a Staff governor at St Oswald's.

Directors noted that some members of the Local Governing Committees were approaching the end of their second term of office. The terms of reference stated that governors should only serve 2 terms, unless agreed by Directors. In light of the upcoming merger with CDAT, Directors agreed that continuity was vital, and approved a third term for any governors that wished to continue.

c) The following term of office was due to expire before the next meeting:

- Nicola Badger – 25/2/25
- Piers Bostock – 28/2/25

Both expressed their willingness to continue as Directors and their re-appointment would be taken to the Members' AGM for approval.

ACTION: Clerk to add to agenda for Members' AGM in February 2025.

d) JJ confirmed that all checks had been completed for new governors, and GIAS had been updated as required.**7. GOVERNORS CODE OF CONDUCT**

Directors approved the Code of Conduct for 2024.

ACTION: Clerk to upload Code of Conduct to GH and ask all governors to confirm their acceptance.

8. LOCAL GOVERNING COMMITTEES AND NOMINATED GOVERNORS**a) Directors confirmed the appointment of the Chairs for the three Local Governing Committees as follows:**

- Bunbury – Vanessa Greenbury
- St Oswald's – Brenda Brockbank
- Warmingham – Malcolm Gate

b) The Terms of Reference for the LGCs had been reviewed by each LGC and were approved by Directors with no amendments.**c) The terms of reference for the following committees had been circulated on GovernorHub and were approved with no amendments:**

- EHT Performance Management committee
- Exclusions committee
- Staff grievance committee
- Disciplinary committee
- Appeals committee

Membership of committees would be agreed as necessary, according to the needs and constraints of the panel.

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9. **CHAIR'S POWER TO ACT**

No actions had been taken on behalf of the Trust Board since the previous meeting. Directors approved the Chair's Power to act until the autumn term meeting 2025.

10. **CDAT MERGER**

NB reported that all stakeholder consultations had closed, and responses had been generally positive. A meeting had been held for parents at each school with Neil Dixon, the CEO of CDAT. Some concerns had been raised about changes to the structure and staffing, and the impact on the central team, but parents had been reassured that changes would be minimal.

A draft application had been submitted to the DfE, subject to approval by the board of each trust. Directors noted some minor errors in the application and asked that they be rectified before formal submission to avoid any possible delays.

Directors formally approved the decision for the Rural Church Schools Academy Trust (RCSAT) to merge with the Chester Diocesan Academies Trust (CDAT).

ACTION: Clerk to provide a copy of the minutes to be submitted with the application.

The clerk recommended a meeting for LGC Chairs with the Governance Lead for the trust, to clarify structures, roles and responsibilities, as well as clerking arrangements for meetings following the merger.

11. **PART ONE REPORTS FROM COMMITTEES AND REPORTS FROM GOVERNORS WITH SPECIAL RESPONSIBILITIES**

Directors had reviewed the minutes from each of the LGC meetings, and the committee Chairs added the following comments:

Warmingham

MG noted that the meeting had been dominated by concern for staff who were working under immense pressure due to the level and concentration of SEND, and the lack of financial resources. However, a meeting with representatives from the Local Authority had enabled the school to demonstrate the constraints faced in attempting to meet need, and there had been a subsequent drop in the number of applications received for SEND places.

Directors noted that the increase in SEND was a national issue, but the situation was amplified in a small school and Directors would monitor.

The Principal had been unable to use her office due to a damp issue. It had been hoped that this would be rectified over the half term break, but work would now begin w/c 25th November.

JJ reported that a response had been received following discussions about the playing field leased from the Diocese. The field had been largely unusable during the summer, so the school had requested drainage work to be carried out and suggested the re-surfacing of the car park to allow for use as a sports area when not needed as a car park. The Diocese had said that this would not be possible, so further consideration would be given as to whether it was worthwhile renewing the lease for the field in its current state.

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St Oswald's

BB echoed concerns around the level of SEND, noting that the minutes of previous meetings detailed governors' view that SEND provision could not be expanded further, without having a detrimental impact on the quality of education for other children. More positively, the principal had reported that the introduction of provision for 2 year olds was beneficial in identifying SEND and ensuring the correct support at a very early stage.

Directors heard that the building which had replaced the conservatory was a great success and was being used very effectively. Plans for the redevelopment of the front of the school were in place, and work would begin once planning permission was received. The local community had proved extremely supportive in their offers of help with the project.

There had been some concern over Key Stage 2 results, but the reasons were understood and the LGC would continue to monitor.

Bunbury

Directors heard that the nursery had been cleared and refurbished over the half term break in readiness for opening as part of the school on 4th November. The focus was now on staff training, to ensure that the nursery provision met the high standards expected by the school. NB and JJ were preparing a nursery grant application for funds to develop the outside area.

From spring 2025, the school planned to offer wrap-around care for all ages, in 2 separate branches of Bunbury badgers.

Bunbury had received confirmation that a SIAMS inspection would take place on 19th November. Directors and governors would be asked to make themselves available if at all possible.

The Key Stage 2 assessment data had been disappointing but not surprising. There had been a high level of SEND within the cohort; other contributing factors such as bereavements and family break-ups, and also a high level of mobility. Ofsted would be expected to question the data, but NB was confident that the school could show that it was cohort related and not evidence of a wider trend.

All staff had received first aid training in September, as a result of which some processes had been changed. Any child who had bumped their head was now issued with a wristband, so that any concerns that might emerge later could be linked back to the bump. A new defibrillator had been donated to the school and a qualified parent had offered to install it.

Recommendations requiring the approval of the Board of Directors**Wraparound care at Warmingham**

Directors heard that pupil numbers at Warmingham were suffering due to the lack of wraparound care available. The LGC had confirmed its support for the opening of Wraparound care from January 2025 and adverts had been placed for staff, pending Directors' approval. A grant application for funding would also be submitted.

Directors approved the proposal.

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12. FINANCIAL COMPLIANCE

Directors confirmed the following:

- a) The 2024 Budget forecast return, 3 year (BFR3Y) was approved in the summer term and submitted by the deadline.
- b) The Land and Buildings Collection tool had been completed and submitted.
- c) JK of Afford Bond would ensure submission of the following by 31st December 2024:
 - 2023/24 audited financial statements.
 - Auditor's management letter
 - Internal scrutiny annual summary report
 - Accounts submission coversheet
 - Governance Statement

ACTION: PB to prepare the Internal Scrutiny annual summary report.

- d) The Trust Business Manager would ensure that the 2023/24 audited financial statements were published on the school website by 31st January 2025.

Approvals:

- a) Annual contracts:
 - a. Photocopier leases renewed for a further 3 years.
 - b. Broadband at STO and Warmingham.
 - c. New phone system at Bunbury
- b) Directors **approved** the RCSAT Scheme of Delegation (version 18) which had been reviewed by the LGCs.
- c) Directors **approved** the Scheme of Financial Delegation. No amendments were made to any of the limits within the scheme
- d) NB explained that DBS checks were not routinely renewed for long term volunteers in the same way that they would be for staff. Directors approved the proposal to introduce 3 yearly renewal of all DBS checks.

To review:

- a) Monthly Management Accounts for September and October would be uploaded to GovernorHub for review.

ACTION: JJ to upload MMAs

- b) There were no major changes to the Academies Handbook for Directors to note. All changes were detailed at the start of the handbook which was available on GovernorHub.
- c) School Fund balances were noted as follows:
 - Bunbury - £59,392
 - St Oswald's - £46,158
 - Warmingham - £31,718

Directors heard that the school fund accounts for St Oswald's and Bunbury had been brought into the main budget, but this had not yet been possible for Warmingham, due to difficulties identifying the signatories to the existing account. JJ was pursuing this and would update Directors at the next meeting.

ACTION: JJ to close Warmingham school fund account and report back to BoD.

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13. PART ONE EXECUTIVE HEADTEACHER'S REPORT AND MATTERS ARISING

The report had been circulated on GH in advance of the meeting and the NB highlighted the following areas:

- Concern for the wellbeing of school leaders in light of financial, parental and curriculum pressures. This was a national issue and Directors expressed frustration that schools were expected to deal with issues caused by the lack of funding and capacity in areas such as SEND and social care.
- All 3 schools would join with CDAT plans for catering, following the withdrawal of the service by Cheshire East. This was felt to be a very positive outcome.
- Applications had already been received for Reception places for 2025, and the closing date was 31st January 2025.

Question: The report states that there were 418 accidents across the 3 schools in September and October. Is this correct?

Response: This number includes every minor bump and scrape. There was only 1 Prime reportable incident, and that involved a member of staff.

Directors discussed the incident, which had necessitated the attendance of the emergency services, including the air ambulance, and wished to thank NB for the calm and efficient way in which it was handled.

14. SCHOOL DEVELOPMENT PLANS 2024/25

Directors had reviewed the School Development Plans for each school which had been agreed by the LGCs earlier in the term. All SDPs were **approved**.

15. SCHOOL IMPROVEMENT PARTNER/EXTERNAL ADVISER

Directors noted that Brian Padgett had now stepped down from the role, which would be taken over by CDAT.

16. DIRECTOR'S REPORT AUTUMN 2024

The Director's Report had been circulated on GovernorHub earlier in the term and items raised at LGC meetings as appropriate.

17. GOVERNOR TRAINING & DEVELOPMENT

JG had attended the Cheshire East induction training, which she had found to be useful.

Directors approved the purchase of the NGA Learning Link, at a cost of £330 for the year, to ensure that all Directors and Governors had access to online training which could be completed at their convenience.

Directors discussed the requirement for safeguarding and Prevent training for governors, and approved the following in line with the advice from the CE Safeguarding team:

- All Directors and Governors to complete full safeguarding training every 3 years, and refresher training annually in between.
- Safeguarding link governors to complete additional 'Safeguarding for Governors' training.
- All Directors and Governors to complete Prevent 1 training annually.
- LGC Chairs and the Chair of the Board to also complete Prevent 2 & 3.

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18. SCHOOL POLICIES

Directors had reviewed the following policies uploaded to GovernorHub for Autumn 2024:

- RCSAT-P-001 Capability of Staff including appraisal Policy
- RCSAT-P-002-03 Donations Policy
- RCSAT-P-008-01 Protection of Biometric Information Policy
- RCSAT-P-009-01 H & S Policy and Procedure
- RCSAT-P-011-01 Child Protection and Safeguarding Policy and Procedure
- RCSAT-P-012-01 Complaints Policy
- RCSAT-P-012-012 Allegations against staff Policy
- RCSAT-P-019 Accessibility Policy
- RCSAT-P-021 EYFS Policy
- RCSAT-P-036 Induction of Early Career Teachers
- RCSAT-P-PR-007 Teachers Pay Policy 2022-23
- RCSAT-PR-009-02 Medical Needs Procedure

All policies were **approved** with no amendments.

Question: What will happen to policies under CDAT?

Response: There will be some centralised policies, which all school in the trust will follow, but where policies are devolved to individual schools, we will maintain the RCSAT policies.

19. PLANNED RESIDENTIAL VISITS

Warrington LGC had approved visits for the spring term. Bunbury and St Oswald's would receive details at their spring term meetings.

20. HOLIDAY/TERM DATES FOR 2025/26

Directors approved the terms dates for 2025/26, as detailed in the EHT's report. It was noted that the Easter break for Cheshire East schools did not align with the dates for Cheshire West and Chester. As before, each school would align with the local schools in their area, giving an overlap of 1 week when all schools would be closed. Directors were keen to emphasis that NB should ensure she was able to take a proper break.

21. MEETINGS

The date of the next Board of Directors' meeting was agreed as Wednesday 26th February at 4pm, Bunbury school.

22. ANY OTHER BUSINESS

There was no other part 1 business to discuss.

Meeting closed at 6.30pm.

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