



TRUST BOARD

Minutes of a Meeting of the Trust Board of South East Cornwall Multi Academy Regional Trust held at saltash.net Community School on Wednesday 17th January 2018 at 5.30pm

Present: Mr D Buckley, CEO
Mr D Garland
Mr K George
Mr K Johnson
Mr J Kitson
Mr R Newton-Chance, Chair
Mrs K Waghorn

Absent: Mr R Edgeler

In Attendance: Mrs J Lumbard, CFO
Mrs D Stoneman, Company Secretary

To provide evidence of challenge, these questions are highlighted in the minutes.

49. **Welcome**

Mr Newton-Chance welcomed everyone to the meeting.

50. **Evacuation Procedure**

The route for leaving the building in an emergency was explained.

51. **Declaration of Business and Pecuniary Interest - verbal**

Mr Buckley as CEO.

52. **Apologies for Absence**

Apologies were received and accepted from Mr Edgeler who had a work commitment. Directors were advised that Mr Edgeler has advised that he intends to resign; this notification would be sent to the Company Secretary. Directors expressed their appreciation for all Mr Edgeler had done as a Director. Upon receipt of his resignation, the Company Secretary would remove his details from the Companies House website and Edubase.

ACTION: D STONEMAN

53. **Approval of the minutes of the meetings held on 7th December 2017**

These had been circulated in advance of the meeting and were unanimously agreed and signed as an accurate record of the meeting after an alteration to the confidential appendix.

Directors agreed that the minutes of Trust Board meetings should go on the SMART website and be circulated to Local Governing Committees once approved at the subsequent Trust Board meeting.

54. **Matters Arising**

A document giving details of actions from the last meeting had been circulated in advance. It was agreed that this was beneficial and would be repeated. It was noted that Directors should complete any section relevant to them and return to the Company Secretary in advance of the meeting and the completed document will be circulated with the agenda.

M141 Matters Arising: M128 Change to Articles of Association – Mrs Stoneman has contacted Wolferstans who have quoted £600-750 + VAT. She also contacted Steve Green at Looe who advised that this clause was included in their initial Articles, not added. She also put a question on a

Forum who advised that the process was quite simple. The first port of call should be the DfE. This was done before Christmas and a response is still awaited.

M20 Adoption of Policies - the draft policies were put in the standard format by the CEO's PA and sent to all Local Governors on 18th December with a request for comments by 5th January. No comments have been received. The Liskeard Local Governor who made comments about the Complaints Policy has been sent a detailed response; there has been no further communication.

Staff Discipline and Grievance – Mr Buckley has reviewed the policy taking account of Mr Edgeler's comments and this was sent to LGCs for comments with the others, see item 60 below.

Whistleblowing – Mrs Stoneman discussed this with Mr Buckley and added a table to the policy showing the procedure for dealing with these issues. As the previous incident had been considered by members of saltash.net staff, it was felt that any previous confusion has been clarified.

M33 5 year strategic plan - The RAG rated version has not been circulated; this document is now being updated in a different format and will be circulated when complete.

ACTION: D BUCKLEY

M35 Verbal update from individual Directors – A meeting for Safeguarding Local Governors will be arranged when a Safeguarding Director has been appointed. A meeting for the Finance Link Governors has been arranged for 21st March; Mrs Lumbard and Ms Carey would attend this meeting.

Details of the free PREVENT course online have been circulated.

Some Directors had done the NGA training courses; these courses have also received positive feedback on a Governor Forum. Mrs Stoneman was asked to obtain a quotation for providing access to these for all Local Governors.

ACTION: D STONEMAN

M37 Minutes from LGCs - The KPI structure for community governors will be added to the Scheme of Delegation.

ACTION: D BUCKLEY

M42 Director Appointment - An advert had been prepared, agreed and circulated to all Local Governors. Mrs Stoneman has also registered the vacancy with Inspiring Governance but no applications have been received. The person previously recommended with Safeguarding Skills has applied. See item 56 below.

M44 DBS Check for Members – Mrs Stoneman has asked Chris Dickson at saltash.net to deal with this.

Mr Garland arrived.

Directors requested an update on the items contained in the appendix; see appendix to the minutes of this meeting.

55. **Minutes of Local Governing Committees**

Dobwalls 14-12-2017; Landulph 6-12-2017, Looe 20-11-2017, saltash.net 11-12-2017, Trewidland 14-12-2017. These had been circulated in advance of the meeting.

Mr Newton-Chance advised that he had read these and felt that actions raised by the LGCs for consideration by the Board need to be considered in future at this point in the meeting.

Landulph: a Director queried the raising of the PAN (Planned Admission Number) which had been discussed at the meeting. Mr George advised that this was because of one particularly large year group. The current proposal is to use the library for this group. An increase in the PAN is not being considered as this would increase the school's capacity beyond 100 which would mean losing its small school funding. **A Director asked what 'Tapestry' is; this is an online program for recording progress.**

Transport walk – it was noted that the school have had no involvement in this. Mr George advised

that a parent in the school has taken this up. **A Director asked if the Trust Board should be concerned about it.** Mr George advised that it is a dangerous route but from a practical point of view, parents drop their children at the school. **A Director asked if there would be any implication for the Trust Board if there was an accident.** This was discussed and it was agreed that a letter could be sent from the Trust Board to Cormac. A request will be submitted to the LGC to see if they would like it sent. It was noted that the Local Authority is responsible for road safety; not the school or LGC.

ACTION: K GEORGE

The school initiated a discussion in 2017 about developing a mainstream nursery to support some of the difficulties the preschool are facing. This is combined with the school facing a capacity problem in the next two years due to increased numbers and so in accepting the three year olds, this would support the need for a new building at Landulph. See appendix. Directors unanimously agreed this in principle with the proviso that further details need to be provided before a final decision can be made.

Looe: A Director expressed concern about the use of photographs of Pupil Premium students that was mentioned in the minutes. It was noted that other schools may also use this system for identifying these students. Mr Buckley would check this.

ACTION: D BUCKLEY

Saltash: Directors felt that the Head Student's report was very positive. Following comments about effective pupil premium strategies, Mr Buckley assured Directors that the full range of current best practice was being consulted. A Director commended the individual Pupil Premium accounts; it was acknowledged that care needs to be taken with the management of these and that these were notional rather than actual allocations.

Trewidland: Mr Boney has volunteered to take on the role of Chair which was much appreciated. It was noted that a recently appointed governor has not yet completed a DBS check; this was being pursued with the Chair. Mr Kitson is now the Link Director for Trewidland and will be added to the circulation list. Mr Buckley advised that the Trust is taking a risk in providing wrap-around care and investing in a car park as the school cannot fund this totally themselves. Three students have been lost as wrap around care was not provided losing £9K in funding. Providing wrap around care will cost in the region of £3K which is significantly less.

Liskeard: it was noted that this group is providing robust challenge to the Head. They no longer have sub-committees.

56. **Director Appointments**

There had been no response from the six enquiries initiated through Inspiring Governance. The advert had been circulated to all Local Governors; no applications had been received from this source. One application had been received and it was agreed that Mr Newton-Chance and Mrs Waghorn should arrange to meet them and submit a recommendation regarding their appointment.

ACTION: R NEWTON-CHANCE & K WAGHORN

After discussion it was agreed that, subject to their appointment, this person would have responsibility for Safeguarding and Mrs Waghorn, HR.

To fill the position vacated by Mr Edgeler, a Director suggested that suitable individuals could be approached personally. It was agreed that this could be done, adhering to the process of providing them with an advertisement including end date, application form and skills audit. A draft advert would be prepared and circulated.

ACTION: D STONEMAN

A Director suggested that exit interviews are held for Directors. This was discussed and it was agreed that these should be offered and conducted by Mr Newton-Chance.

Subsequently Mr Newton-Chance has met with Mr Edgeler.

57. **Ann Berger visit Report**

A copy of the draft report was circulated to Directors. It noted that this is a confidential document and must not be shared with anyone outside the Board. See appendix.

58. **Update on the Tribunal**

Mrs Waghorn updated the Board on the current position. See appendix.

59. **Discussion**

- **What is the point of MATs?**
- **What is the point of the Trust Board?**
- **How best do we effectively and efficiently fulfil our purpose?**

Mr Newton-Chance summarised that he felt it was crucial to have a discussion on these points in order to clarify the Trust's purpose. He summarised the political history of MATs; a recent conference had highlighted that MATs per se do not improve education. Those that do, achieve this for similar reasons which were summarised in the MAT Improvement Capacity Framework. A summary of the discussion follows.

- a) MATs have evolved because the Local Authority's role in education diminished significantly and the formation of a MAT ensures that community involvement in education is maintained. One of the main reasons that local schools formed a MAT is to avoid being 'taken over' by larger commercial organisation. The Championing Children, Championing Excellence document produced by Cornwall Council was highlighted as an instigator. Landulph had done a lot of work investigating collaboration in many different forms, including joining a Co-operative Trust. Benefits highlighted including the sharing of resources and expertise, clear policies and structure, control of the budget.
- b) A Director would like to see more strategic direction using external expertise and linking with the employment market. Another Director had concerns about the effect this has had on saltash.net in recent months. The reasons why the MAT had expanded were summarised; this was to form a stronger group and improve the links which already existed. A Director asked in what ways had they wanted to see it strengthen. In the main this was financial benefits and the sharing of expertise. This was the vision, to be stronger and offer more for the children in SE Cornwall. The financial contribution to a MAT is generally 5% and to the Local Authority previously was 7-12%. A Director felt that in effect the Board has appointed a CEO to run a mini LA education authority. It was noted that a speaker at the conference had highlighted that things do decline in the early days before they improve.
- c) It was agreed that it would be useful to use the assessment tool provided for MATs to measure themselves against. The core responsibilities of the Trust Board as laid down by DFE guidance were outlined –
 - Ensuring clarity of vision, ethos and strategic direction
 - Holding the head teacher to account for the educational performance of the school, pupils and the performance of the staff
 - Overseeing the financial performance of the school & making sure its money is well spent
- d) Vision culture and ethos – does the MAT have a clear vision of good education and what this looks like in practice? What are they doing to improve it? The core purpose of a MAT is school improvement which needs to be effective. The Board needs to be clear about what they want to do and how they are going to do it. What is their role in this? This needs to be discussed and agreed; what we want to do and how we are going to do it.

Mr Buckley suggested that Directors need a firm belief that children are benefitting and SMART is working. It was felt that this is only possible to believe if the 'how' is clear. There was a discussion on how the Trust Board enables the CEO to realise improvement. If passion and belief do exist; solutions then become apparent. It was highlighted that one advantage of a MAT over a Local Authority is that it can respond more quickly.

- e) How can this be achieved? Directors need to understand the six schools, they need to understand geo-politically what is going on, to monitor data, they need to be questioning and be supporting. Holding to account needs to be supportive. Honest open challenge is the most useful mechanism – as had been provided by Ann Berger at Dobwalls.
- f) The flow of information to the Trust Board is critical – minutes, HTs reports, and financial reports. Learning issues need to be higher priority. Reports should be concise and simply structured. Mr Newton-Chance advised that he proposes that future agendas will reflect this. Formal information is received from the six schools at the end of the term or beginning of the following one. Good communication is needed between the Board and LGCs. He suggested that the Link Team meetings with Local Governors are formalised. The Heads Forum should be the Leadership Team; leading, managing and taking collective responsibility across the MAT. He suggested that Link Team meetings and Trust Board meetings take place once a term, although it was felt that initially there may need to be a second Trust Board meeting.
- g) There was a discussion about the existing list of responsibilities and whether they reflected the operational priorities of the Trust. It was noted that there is currently not enough focus on teaching and learning. It was agreed that CSA was the sole role concerned with this and needed to be supported. It was suggested that the Audit role could be expanded to encompass assessment and results as these were at the heart of the of risk register. The HR role could also be extended to include teaching and CPD.
- h) A Director asked if there are successful MATs that could be contacted to share their good practice. Mr Newton-Chance advised that there is a study done by Robert Cole which resulted in the MAT Improvement Capacity Framework referred to earlier, but it is not conclusive. Mr Buckley advised that the conclusion is that there is no one way that works. It was felt that there are some characteristics that work and these should be explored.
- i) Mr Newton-Chance advised that the extended remit and additional Link Team meetings will require an increased commitment from Directors and he asked them each individually if they agreed to accept this. There was a unanimous positive response.
- j) The terminology for the responsibilities was discussed and the following agreed -
 - Audit and Assessment
 - Learning
 - Quality of Teaching and HR
 - Community
 - Safeguarding
 - Finance
 - Premises
- k) Future agendas will include an information section as the heart of the meeting as follows:
 - Progress on action points from previous minutes
 - Performance data (HT reports) and Financial data circulated 5 days before meeting
 - CEO update on Learning issues
 - CFO update on Resources issues

- CEO update on People issues
- Directors' questions
- Points raised for follow up by LGCs

l) It was noted that each Link Team will need terms of reference. Mr Newton-Chance offered to liaise with Mr Buckley and draft these which would then be circulated for approval. It was agreed that these meetings should be arranged and clerked by Mrs Stoneman if she was available initially and a volunteer asked to take notes if she was not.

ACTION: R NEWTON-CHANCE/D STONEMAN

m) Mr Newton-Chance would attend one of each of the LGC meetings this term to explain the discussion above and the conclusions reached. An item to highlight items for Trust Board consideration would be included in their agendas.

60. **Adoption of Policies:**

SMART Capability, SMART Disciplinary & Grievance, SMART Appraisal & CPD, SMART HSW Policy Statement, SMART Early Years and Foundation, SMART Staff Code of Conduct, SMART Whistleblowing, SMART Complaints Policy Dec 2017, SMART Safeguarding, SMART Admission Arrangements for 2019, Directors & Governors Expenses, Public Sector Equality Duty, LGPS Employer Discretion Policy (revised following legislation change)

As consultation regarding Admissions has not yet been completed, this policy had been withdrawn from the above list. The remaining policies (with the exception of the Public Sector Equality Duty and LGPS Employer Discretion Policy) had been circulated to the Local Governing Committees with a deadline for responses; none had been received. It was noted that the Union related ones are being looked at by unions with Mr Buckley next week.

A Director asked what the change in legislation was to the LGPS Employer Discretion Policy. Mrs Lumbar advised that this concerned the option for a member of the LGPS scheme to buy back the pension contributions that they could have made during of a period of authorised unpaid leave. This should be done within 30 days of their return to work. She confirmed that these are the same discretions as given by the Local Authority.

It was unanimously agreed that these policies should be adopted but if any changes are required by the unions, these would be considered at the next meeting.

Mr Newton-Chance agreed to be the Trust Board Equality Champion specified in that policy.

Directors asked for their thanks to be passed to Rachel Yelland for her work in standardising the layout of these documents.

61. **Additional Items**

a) **Registered Office Address** - it was unanimously agreed that this should be moved to Liskeard. The Company Secretary was asked to implement this. **ACTION: D STONEMAN**

b) **NGA MAT Governance training 22nd February** – Mr Kitson offered to attend this. Mrs Stoneman also offered to attend, subject to her availability. It was unanimously agreed that SMART would contribute 50% of the cost of her booking fee.

c) **Remuneration Committee** – as Mr Edgeler had resigned and Mr Garland was not available for the meeting on 7th February, it was unanimously agreed that Mr George and Mrs Waghorn should join this committee for that meeting. It was also unanimously agreed that in future the remit of this committee would be dealt with at Trust Board meetings. The Scheme of Delegation would be changed to reflect this. **ACTION: D BUCKLEY**

- d) **Clerk Resignation** – Mrs Stoneman advised that Mrs Garton, currently Clerk at Dobwalls and Looe, has resigned. Directors unanimously agreed that clerks should not be a member of school staff.
- e) **GDPR** – A Director asked for an update. Mr Buckley advised that Steve Green at Looe is the person responsible for this and a meeting with all those involved is being held next week.
- f) **Finance Report** – as there was no additional relevant information to that available at the last Trust Board meeting, it had been decided not to have a Finance Report at this meeting. There will be a detailed report at the next meeting.

62. **Dates of future meetings**

Monday 5th February at 5.30 pm in Liskeard - Remuneration
 Monday 19th February SMART Day at Liskeard
 Monday 5th March at 5.30pm in Liskeard – Trust Board
 Monday 14th May at 5.30 pm in Liskeard – Admissions
 Wednesday 20th June at 5.30 pm in Liskeard – Trust Board CHANGED TO 14th JUNE
 Monday 16th July at 5.30 pm in Liskeard – Trust Board

It was agreed that the meeting scheduled for 20th June should be moved to the previous week on Thursday 14th June. All meetings would be held at Liskeard in future.

The meeting closed at 8 pm.

SUMMARY OF ACTIONS	
<p>M54 Matters Arising M33 5 year strategic plan - The RAG rated version has not been circulated; this document is now being updated in a different format and will be circulated when complete.</p> <p>Some Directors had done the NGA training courses; these courses have also received positive feedback on a Governor Forum. Mrs Stoneman was asked to obtain a quotation for providing access to these for all Local Governors.</p> <p>M37 Minutes from LGCs - The KPI structure for community governors will be added to the Scheme of Delegation.</p> <p>Redundancy Policy - Mr Buckley was asked to check the policy and make it clear about the roles of directors and local governors involved and advise those accordingly. A clarification document on this would be prepared by Mr Buckley.</p> <p>A Director asked if the insurance company will be advised. It was confirmed that they will be.</p>	<p>D BUCKLEY</p> <p>D STONEMAN</p> <p>D BUCKLEY</p> <p>D BUCKLEY</p> <p>J LUMBARD</p>
<p>M55 Minutes of Local Governing Committees – Landulph: Transport walk – A Director asked if there would be any implication for the Trust Board if there was an accident. This was discussed and it was agreed that a letter could be sent from the Trust Board to Cormac. A request will be submitted to the LGC to see if they would like it sent.</p> <p>Looe: A Director expressed concern about the use of photographs of Pupil Premium students which was mentioned in the minutes. It was noted that other schools may also use this system for identifying these students. Mr Buckley would check this.</p>	<p>K GEORGE</p> <p>D BUCKLEY</p>
<p>M56 - Director Appointments: One application had been received and it was agreed that Mr Newton-Chance and Mrs Waghorn should arrange to meet them and submit a</p>	<p>R NEWTON-CHANCE & K</p>

recommendation regarding their appointment.	WAGHORN
To fill the position vacated by Mr Edgeler, a draft advert would be prepared and circulated.	D STONEMAN
<p>M61 Additional Items –</p> <p>Registered Office Address - it was unanimously agreed that this should be moved to Liskeard. The Company Secretary was asked to implement this.</p> <p>Remuneration Committee – It was also unanimously agreed that in future the remit of this committee would be dealt with at Trust Board meetings. The Scheme of Delegation would be changed to reflect this.</p>	<p>D STONEMAN</p> <p>D BUCKLEY</p>