



## TRUST BOARD

Minutes of a Meeting of the Trust Board of South East Cornwall Multi Academy Regional Trust held at Liskeard School and Community College on Monday 16<sup>th</sup> October 2017 at 5.30pm

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**Present:**        **Mr D Buckley, CEO**  
                      **Prof B Chalkley**  
                      **Mr R Edgeler**  
                      **Mr K George**  
                      **Mr K Johnson**  
                      **Mr J Kitson**  
                      **Mr R Newton-Chance**  
                      **Mrs K Waghorn - Chair**

**Absent:**        **Mr D Garland**

**In Attendance:** **Mrs J Lumbard, CFO**  
                          **Mrs D Stoneman – Clerk to Governors**

Questions of challenge are highlighted in the minutes.

1.        **Welcome**

Mrs Waghorn welcomed everyone to the meeting especially Richard Newton-Chance to his first Trust Board meeting and James Kitson who had returned following a period of ill-health.

2.        **Evacuation Procedure**

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

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

Mr Buckley as CEO.

4.        **Election of Chair and Vice Chair for current academic year**

The Clerk asked for nominations. Mrs Waghorn advised that she would like to relinquish the role of Chair of the Trust Board in order to give priority to the Local Governing Committee (LGC) of saltash.net. She agreed to continue in the interim and would like the Vice Chair to be a person who is prepared to take on the role of Chair.

Mr Newton-Chance said he had been asked at appointment if he would take on more responsibility and he is prepared to be Vice Chair if there are no other nominations. There were no other nominations and Mrs Waghorn was unanimously agreed as Chair and Mr Newton-Chance as Vice-Chair.

Mrs Waghorn asked when would be an appropriate time for her to stand down. This was discussed and it was agreed that Mrs Waghorn and Mr Newton-Chance should liaise about this and provide Directors with a proposal in due course.

5.        **Apologies for Absence**

Apologies were received and accepted from Mr Garland who was not well.

6.        **Approval of the minutes of the meetings held on 13<sup>th</sup> July 2017**

These had been circulated in advance of the meeting and were unanimously agreed and signed as an accurate record of the meeting.

7. **Matters Arising**

**M141 Matters Arising:**

**M116 Update by the CEO: j) SMART Day** – There will be a governor training session for each type of governor. The programme will be available soon. It was noted that it will be difficult for those with children to attend due to childcare. Mr Buckley will consider providing a crèche.

**ACTION: D BUCKLEY**

**M132 Directors Email Addresses** - the Clerk was asked to arrange for Mr Mansell to be removed from the circulation list as he has resigned.

**ACTION: D STONEMAN**

**M142 Finance Report**

**e) Capital Reserves** - The appeal for the windows bid had been unsuccessful again. Advice from the ESFA Capital team is awaited to see if they can resubmit bids this term as the larger MAT allocation does not qualify this year. **A Director asked why the bid had failed.** Mrs Lumbard advised that it had missed the threshold by 4%. The feedback had been that the information requested was not provided. Mrs Lumbard said that this had been looked at in detail and was not the case. She feels it was rejected because of the cost; if you look at the successful bids, there weren't any for that amount. She proposes to submit a lower bid which will address the essentials. Hopefully this will have a higher chance of success.

**f) Lettings** – Mrs Lumbard advised that she has discussed this with the Business Manager at Looe who has stated that if there are issues on site the IT Manager needs to be there and he does not drive. She will clarify this with Bishop Fleming.

**ACTION: J LUMBARD**

**A Director asked if the rent was lower than the market rate.** Mrs Lumbard advised that the rent is at market value but the utilities are paid for by the school.

**k) Cost of ICT** – Mr Buckley advised that he hopes to have an ICT strategy in place for January which will address the internet access problem at Liskeard.

**o) Cost of administration staff** – a line would be added to the KPI sheets for this.

**M145 Central Business Unit –**

**A Director asked if the CFR (Consistent Financial Reporting) reports to the ESFA are considered by Directors.** Mrs Lumbard advised that this is not a requirement. The accounts return is signed off by the Accounting Officer. It was suggested that the aggregate of headings used in this return would be useful for Directors to see. These will be looked at in the December meeting.

**ACTION: J LUMBARD**

**A Director asked about the staff in the CBU.** Mr Buckley advised that a PA for him will be appointed tomorrow. The reference to sustainability refers to staff rather than finance. One member of staff has been transferred. To be sustainable financially, the CBU probably needs 9 staff. There are 3 currently plus one tomorrow. When key people leave, there will be a discussion as to whether the role can be taken into the CBU. **A Director asked if the current budget is sufficient to cover the costs of 9 people or are schools going to have to be asked to increase their contribution.** Mr Buckley said he feels it will be sufficient as they will be able to offer further services for the schools to buy back. Currently all schools and the CBU are within budget. **A Director felt that the CBU is the Directors' responsibility and they need to be sure that it is fit for purpose.**

Mr Buckley advised that they have exercised caution in the early days as they were uncertain about the overall financial situation. The aim has been to minimise the impact on the schools which he feels they have achieved. The 5 year strategy does set out the intention – an update will be provided at the next meeting.

**ACTION: D BUCKLEY**

Mrs Lumbard advised that after half term the CBU will be located at Liskeard in a furnished office. The business managers who are seconded to the MAT for a period of time will come here to work after that.

**A Director asked if all schools are using PS Financials.** They are and have been since 1<sup>st</sup> April. It was noted that it has been a huge change from the FMS system they were using before.

**M152 Governor Appointment** - Mr George has agreed to remain as a director but resigned as a local governor at Landulph with effect at the end of the current calendar year.

**Matters Arising from Actions:**

**M141 Matters Arising: M127 Policy Review** - The Clerk has finalised the Governors Expenses Policy and forwarded to the CFO.

**M141 Matters Arising: M128 Change to Articles of Association** – Directors asked that legal advice is obtained for the Articles to be changed. **ACTION: D STONEMAN**

**M141 Matters Arising: M134 Report from the Chair - c) Declaration by Mr Buckley** – A process for this will be included in the financial procedures when they are reviewed in June.

**ACTION: J LUMBARD**

**M142 Finance Report s)** - How the Local Governing Committees link to Trustees has been finalised and circulated to all local governors.

**M144 Recommendation from Audit Committee** – The recently reviewed Charity Governance Code has been circulated.

**M145 Central Business Unit** - Mrs Waghorn will send a card of appreciation to the three finance staff.

**M147 SMART Strategic Plan** – This has been reviewed and Mr Buckley will give a report against the plan at the next meeting.

**M148 Governance Procedure** - The Scheme of Delegation has been amended and will be recirculated. **ACTION: D STONEMAN**

**M149 Response to Formal Complaint** – Mrs Waghorn has contacted Mrs Bryce. There have been no further communications regarding this.

**M152 Governor Appointments** – Kathy Iles has been appointed as a Local Governor at Looe; the Clerk had contacted the other applicant on a number of occasions but not received a reply. See appendix.

8. **CEO Report**

Mr Buckley's report had been circulated in advance of the meeting. He summarised the structure of his report and asked directors for their comments. From this:

- a) **A Director felt the report was very detailed and suggested that it would be preferable to have a shorter overview containing important points that directors need to know.**
- b) A Director asked what the view is about attendance at conferences and whether it would be useful for one person to attend and report back to others. He felt it was vital for the Board to be clear about the future strategy from central government. Mr Buckley said he felt it was critical for us to have a presence at the important ones; someone should attend the ASCL briefings. Mr Newton-Chance offered to attend these.
- c) Mr Buckley advised that he is trying to build a framework so each director has a link with the schools and subjects. **A Director asked how they get the relevant information.** It was suggested that in common with another school, workshops could be held based on a particular subject at which information is provided on the things they need to know. This was discussed at length.
- d) A Director felt that more training is needed. It was noted that the NGA have a MAT Conference on 17<sup>th</sup> November followed by an Annual Conference on 18<sup>th</sup> November. The CBU will book transport if anyone is available to attend. It was felt that a list of conferences is needed. Mr George offered to attend the NGA events in Birmingham; Mr Newton-Chance offered to attend the ASCL briefing in Taunton. The Clerk was asked to circulate the information about the Cornwall Council conference at Brannel. **ACTION: D STONEMAN**
- e) **A Director asked about Sir David Carter's decision regarding the minimum number of students for a MAT.** Mr Buckley said this is now 1200 and this is the first time he has heard

that.

- f) **A Director asked about the schools Mr Buckley is visiting and if they are genuinely interested in joining.** Mr Buckley said he feels they are. **A Director asked what the process will be if they decide to join.** Mr Buckley said Due Diligence would need to be done by both parties. A Board decision would be needed initially. There was a discussion about expansion. Directors felt that issues as a result of the previous expansion had become apparent and these should be taken into account for any future expansion. Directors will need the pros and cons regarding any requests. The next step will be agreed after their local governors have made a decision. Mr Buckley is meeting this group for the fourth time; this time they have requested specific information.

**A Director asked about the sharing of Due Diligence funding.** Mr Buckley advised that this can be shared but the schools also have to undertake this process.

## 9. Finance Report

- a) Mrs Lumbard advised that we are at the beginning of the financial year and there are no management reports available yet. The annual audit has taken place and was slightly more complex this year due to the expansion. The Audit Manager has not highlighted any real issues; the management report is yet to be received which should be in the next week or ten days.
- b) At Liskeard the Local Authority are supposed to provide figures within 3 months and these were only received this term and were slightly less than the prediction on conversion. This has reduced the 4.9% reserve to 4.5%.
- c) Budgets 2017-18 – those for the secondary schools need strategic consideration. One of first priorities has been to look at curriculum structure. They have started with saltash.net. The outcome of the national funding formula is now available and varies from 0.5% increase at Liskeard to 2.9% at saltash.net.
- d) The Trust finance team have welcomed four new members of staff – Kaylie has moved to the CBU, there is a new finance assistant at Saltash and an apprentice at Liskeard who has replaced a member of staff. They also have an Association of Accounting Technicians apprentice.
- e) **A Director asked about the school budgets, and whether any have changed due to student numbers.** Mrs Lumbard advised that there have been no changes due to in year admissions but there have been for future years. The reduction in student numbers in the 6<sup>th</sup> form at saltash.net will have a significant impact on the budget for 2018-19 which is one of the reasons why they commenced with looking at the curriculum at saltash.net. It is hoped to be able to make in-year changes to relieve this. **A Director asked if saltash.net is the only school affected.** Mrs Lumbard advised that it is the only one with significant changes but there are funding gaps with Liskeard and Looe also. Mr Newton-Chance offered to look at these taking account of his experience looking at ASCL models. **ACTION: R NEWTON-CHANCE**
- f) It was noted that Trewidland are investing in wrap-around care in a hope to increase pupil numbers.

## 10. Approval by the Trust Board for the 1% pay increase for Teachers as set out in the STPCD 2017 and included in the budget for 2017/18

**A Director asked if this is obligatory.** Directors were advised that it is. **A Director asked if it is linked to performance management.** This will be considered by the Remuneration Committee of Mr Newton-Chance, Mr Edgeler, Mrs Waghorn and Mr Garland when they meet at Liskeard on 30<sup>th</sup>

October.

Directors unanimously approved this increase.

11. **Approval of change in bank signatories**

Mrs Lumbard advised that in April the bank account had been changed from NatWest to Lloyds and two members of the saltash.net leadership team were included as signatories. Due to the move to Liskeard, it is proposed that Mrs Lumbard, Mr Green and Mr Taylor are added to the account as key signatories with two required to sign. It was noted that anyone of these can authorise expenditure from a budget line but two have to authorise payments from the bank account. This has been approved by Bishop Fleming. This proposal was unanimously agreed by directors.

12. **Report from CSA Director**

Mr Buckley's report and the spreadsheets had been circulated in advance of the meeting. From this:

- a) Primary – the disadvantaged gap is an area of concern. Progress in Reading, Writing and Maths is also a concern in two of the schools. The Foundation score profile is above the national average so pupils should be making progress. Dobwalls intervention is improving the situation so they should reach the national average. Landulph achieved 100% for the last three years due to good expertise and above average children. Trewidland children are not making the progress they should in some key areas. The calibre of the Dobwalls intake is below that of the others. It is still red-rated due to the disadvantaged gap. Mr Buckley advised that at the peer review of Trewidland and Dobwalls some issues were discovered. The HMI has signed off the measures made at Dobwalls. **A Director suggested that the data set should refer to the same cohort and should include their ability on intake and what it is now.** Mr Buckley advised that when this cohort joined the school, there was no measure in place to record their ability.
- b) **A Director queried some of the data and this was explained.** Mr Buckley said this is one of the reasons they had done an extensive peer review at saltash.net and discovered concerns. He feels that this is due to priority being given to Year 11 at the expense of other year groups he summarised the issues found. Steps have already been taken and are beginning to have an impact. An action plan for the next six weeks has been prepared. There will then be a further peer review by all the headteachers except Mr Lovell. The main reason for Year 12 being low in numbers is that results were poor and students didn't achieve the grades to progress.
- c) Liskeard results improved slightly. The Sixth Form went up considerably; KS4 were within .01 of what they were last year. The gap is .03; they have done really well. They had far more disadvantages; the students were boy-heavy and they were expecting a lower result. They have a development plan in place.
- d) Looe did better than expected and better than previous years. However the disadvantaged gap increased. A group of 9 boys has been identified as a significant element of these.
- e) See Appendix.
- f) Mr Buckley advised that the new appraisal policy has been positive and focuses on the contribution made by UPS and TLR holders.
- g) **A Director repeated the question; should the Trust Board be giving this new headteacher more support.** Mr Buckley felt that the Headteacher should decide what she requires. Her leadership will be recognised by Ofsted; but that of middle leaders and governors will not.
- h) The heads of Pupil Premium at Liskeard and saltash.net are communicating together.

Connections within the MAT where possible will be encouraged. **A Director asked if there is a lack of quality assurance.** Mr Buckley said there has been a focus on SEND. A new SENCo has been appointed and given the opportunity to make a difference. Responsibility for Pupil Premium has been changed and their approach is different. Impact assessment is being addressed. Revised measures for attendance seem to be working. Leadership is the most difficult one to work on. How do you get every member of staff to give the same message? This is the one that caused the most surprise.

- j) **A Director asked how often Mr Buckley is in that school.** He advised that he has formal meetings every two weeks and provides other support in addition. **A Director asked if there are informal meetings.** Mr Buckley advised that there are, as and when required. **A Director asked if he is the CEO or the person who is supporting the Headteacher.** It was noted that he is the CEO and should be directing support to the Headteacher.
- k) Saltash.net have agreed to fund Bob Mitchell for one meeting a term. It was suggested that this could be increased and should be made available to the Headteacher who can choose to use this if she wishes. The cost of this was noted. Mrs Lumbard and Mr Buckley would come up with an affordable figure tomorrow. **A Director asked if this is good value for money and if peer support would be better.** It was felt that the Headteacher should make this decision according to need. It was noted that the priorities in the School Development Plan are relating to the issues raised in the peer review.
- l) See appendix.
- m) Mr Buckley advised that he will give the Headteacher a budget for support; he will make it clear that the investment is because the Trust Board have confidence in her.

13. **Minutes from SMART Committees: Admissions 3-10-2017**

These had been circulated in advance of the meeting. **A Director queried the reference to the waiting list and whether it is the school, the LA or the Trust referred to.** This is the LA. **A Director asked what the policy is for children born in summer months.** This has recently been highlighted and will be considered when the policy is next reviewed. **A Director asked if students can still go up or down a year.** Mr Buckley advised that the schools are still able to do this at their discretion.

Directors were asked to forward any queries to the Chair of the Admissions Committee.

It was noted that the policy agreed by the Admissions Committee had been checked by the Local Authority.

14. **Minutes from LGCs: Dobwalls, Landulph, Liskeard, Looe, saltash.net, Trewidland**

These had been circulated in advance of the meeting. It was agreed that the Visiting Director linked to the school would look at the minutes and bring any matters of interest or risk to the Trust Board.

Visiting Director links were reviewed following Mr Mansell's resignation – Mr Newton-Chance agreed to be the director linked to Looe and Mr Kitson to Trewidland.

15. **GDPR (General Data Protection Regulations)**

Mr Edgeler advised that he had attended a presentation with Foot Anstey on this. He gave the CEO and CFO the information leaflet provided. Mr Buckley advised that he has produced a single page summary. The designated officer will be Steve Green. Data storage in the UK is sorted. There will be an update at the next meeting. Directors advised that they need to know the risks. Mr Edgeler would liaise with Mr Buckley on this. It was noted that some of the requirements can be addressed with an IT fix.

**ACTION: D BUCKLEY/R EDGELER**

16. **Appointment of Chairs to Local Governing Committees: Dobwalls – B Yeatman; Landulph – K**

**George (to December); Looe – M Long; Trewidland – L Coyte (to December)**

The above appointments were unanimously agreed. **A Director asked if there is a plan in place for Landulph and Trewidland from 1<sup>st</sup> January.** There is possibly for Trewidland and they are waiting to see at Landulph.

Directors asked that LGCs are aware that the Trust Board will support new governors willing to take the chair.

Directors agreed that if they cannot provide a chair, the MAT will endeavour to find a governor within the MAT to take on that role.

17. **Code of Conduct: signed agreement from Directors**

This had been circulated in advance of the meeting and was agreed and signed by those present.

18. **Director Resignation/Appointment: Tom Mansell (resignation)**

Directors accepted Mr Mansell's resignation. They were sorry to see him leave but understood the reasons for his decision which was due to pressure of work.

The Clerk offered to check with Inspiring Governance for a replacement. There was a discussion about the skills required. Mr George advised that he would like to change from Safeguarding to Premises with Health & Safety.

Mr Mansell has been thanked and invited to Brian Chalkley's leaving event.

19. **Governor Appointment: Sally Worth for Landulph; Davina Finch and Mark Graham for Liskeard**

These were unanimously approved.

20. **Adoption of Policies: Staff Appraisal and Performance Management; Capability; Complaints; Safeguarding; Reserves and Investment; Admissions; Staff discipline and grievance; Staff Code of conduct; EYFS (Early Years & Foundation Stage); Health & Safety Policy statement; Whistleblowing Policy**

A Director suggested that any changes which are not significant should be made at the next review as the review schedule has fallen behind. **A Director asked if these policies had been prepared from standard policies taken account of legal guidance as if that is the case, it is unlikely that anything needs to be changed.** This is the case with some but not all.

Staff Appraisal and Performance Management, Capability Policy – Mr Buckley advised that these have been agreed by the Headteachers. Mrs Waghorn will review these and raise any issues with Mr Buckley. Mr Newton-Chance offered to also look at them.

**ACTION: K WAGHORN AND R NEWTON-CHANCE**

Complaints – subject to minor amendments which would be made by the Clerk, this policy was unanimously agreed.

Safeguarding – some amendments were suggested. Mr Buckley would re-draft and circulate.

**ACTION: D BUCKLEY**

Reserves and Investment – **A Director asked if there is a difference in the reserve expected for primaries and secondaries.** There is not. **A Director asked what the LA reserve had been.** This was 4%. It was noted that this could be changed by agreement of the Trust Board. The last assessment was 4%; Wales and London Boroughs are 6%. SMART had the lowest when this was bench-marked. **A Director queried the delegation to the CFO to invest.** Mrs Lumbard said to date this has only been moving funds from one account to another. This would be considered by the Audit Committee. Directors unanimously agreed this policy.

Staff Discipline & Grievance – Mr Edgeler offered to look at this and respond within 7 days. This would then be forwarded to Steve Green for union consultation.

**ACTION: R EDGELEER**

Staff Code of Conduct – Mr Newton-Chance had reviewed this and had nothing to raise. This was unanimously agreed by Directors.

Early Years Foundation Stage – Mr George offered to look at this within 10 days.

Health & Safety Policy Statement – **A Director asked who would be responsible in the event of an accident.** This would be the Trust. It was queried why there is not a generic policy across the schools. This was discussed and will be checked. Some omissions were highlighted which would be checked. **A Director asked if there are Health & Safety policies currently in place.** Directors were advised that there are; it had been agreed on the expansion of the MAT that existing policies would remain in place until reviewed. Mrs Lumbard advised that they are planning to have Health & Safety inspections carried out at all the schools on a regular basis.

Whistleblowing – This policy had yet to be finalised. Mr Johnson offered to be the Director named in the Whistleblowing Policy.

21. **Letter to academy accounting officers**

None had been issued since the last meeting.

22. **Report from the Chair**

- a) Performance Management for Mr Buckley will take place on 6<sup>th</sup> November.
- b) All Directors were recommended to attend the Audit Committee meeting with Bishop Fleming. The start time of this would be changed to 4.30 if possible.
- c) The Remuneration meeting will be held at 5.30 in Liskeard.

23. **Dates of future meetings**

- Monday 30<sup>th</sup> October at 5.30 pm in Liskeard- Remuneration
- Thursday 7<sup>th</sup> December at 5pm in Saltash – Audit and Trust Board
- Wednesday 17<sup>th</sup> January at 5.30 pm in Liskeard – Trust Board
- Wednesday 7<sup>th</sup> February at 5.30 pm in Looe - Remuneration
- Monday 19<sup>th</sup> February SMART Day at Liskeard
- Monday 5<sup>th</sup> March at 5.30pm in Saltash – Trust Board
- Monday 14<sup>th</sup> May at 5.30 pm in Saltash – Admissions
- Wednesday 20<sup>th</sup> June at 5.30 pm in Looe – Trust Board
- Monday 16<sup>th</sup> July at 5.30 pm in Liskeard – Trust Board

The meeting closed at 9pm.

<b>SUMMARY OF ACTIONS</b>	
<p><b>M7 Matters Arising</b>  <b>M116 Update by the CEO: j) SMART Day</b> – There will be a governor training session for each type of governor. The programme will be available soon. It was noted that it will be difficult for those with children to attend due to childcare. Mr Buckley will consider providing a crèche.  <b>M132 Directors Email Addresses</b> - the Clerk was asked to arrange for Mr Mansell to be removed from the circulation list as he has resigned.  <b>M142 Finance Report - f) Lettings</b> – Mrs Lumbard advised that she has discussed this with the Business Manager at Looe who has stated that if there are issues on site the IT Manager needs to be there and he does not drive. She will clarify this with Bishop Fleming.  <b>M145 Central Business Unit</b> –</p>	<p><b>D BUCKLEY</b></p> <p><b>D STONEMAN</b></p> <p><b>J LUMBARD</b></p>

<p><b>A Director asked if the CFR (Consistent Financial Reporting) reports to the ESFA are considered by Directors.</b> Mrs Lumbard advised that this is not a requirement. The accounts return is signed off by the Accounting Officer. It was suggested that the aggregate of headings used in this return would be useful for Directors to see. These will be looked at in the December meeting.</p> <p>Mr Buckley advised that they have exercised caution in the early days as they were uncertain about the overall financial situation. The aim has been to minimise the impact on the schools which he feels they have achieved. The 5 year strategy does set out the intention – an update will be provided at the next meeting.</p> <p><b>M141 Matters Arising: M128 Change to Articles of Association</b> – Directors asked that legal advice is obtained for the Articles to be changed.</p> <p><b>M141 Matters Arising: M134 Report from the Chair - c) Declaration by Mr Buckley</b> – A process for this will be included in the financial procedures when they are reviewed in June.</p> <p><b>M147 SMART Strategic Plan</b> – This has been reviewed and Mr Buckley will give a report against the plan at the next meeting.</p> <p><b>M148 Governance Procedure</b> - The Scheme of Delegation has been amended and will be recirculated.</p>	<p><b>J LUMBARD</b></p> <p><b>D BUCKLEY</b></p> <p><b>D STONEMAN</b></p> <p><b>J LUMBARD</b></p> <p><b>D BUCKLEY</b> <b>D STONEMAN</b></p>
<p><b>M8 CEO Report</b></p> <p><b>d)</b> - The Clerk was asked to circulate the information about the Cornwall Council conference at Brannel.</p> <p><b>e)</b> Mrs Lumbard advised that it is the only one with significant changes but there are funding gaps with Liskeard and Looe also. Mr Newton-Chance offered to look at these taking account of his experience looking at ASCL models.</p>	<p><b>D STONEMAN</b></p> <p><b>R NEWTON-CHANCE</b></p>
<p><b>M20 Adoption of Policies</b></p> <p><u>Staff Appraisal and Performance Management, Capability Policy</u> – Mr Buckley advised that these has been agreed by the Headteachers. Mrs Waghorn will review these and raise any issues with Mr Buckley. Mr Newton-Chance offered to also look at them.</p>	<p><b>K WAGHORN AND R NEWTON-CHANCE</b></p>