



Meeting of the Board of Trustees

4th December 2017, 5.30 – 8.00pm

Present:

Trustees: Chris Batstone (CB), Sharon Brueton (SB), Alan Cufley (AC), Derek Good (DG) Chair, Sara Spivey (SS), Tessa Webber (TW), Lucy Wilby (LW)

In attendance: Nathan Waites Chief Financial Officer designate (NW),
Marion Hallsworth (MH) Company Secretary

1. Apologies were accepted from: Lucy Sinnott (LS)
Not present: Anders Bohea (AB)

2. Quoracy was confirmed.

Trustees welcomed Nathan Waites who will join the Trust as Chief Financial and Operating Officer in January 2018.

Declarations of interest.

Nathan Waites is a parent governor at Admiral Lord Nelson School. Lucy Wilby declared an interest in agenda item 12 and confirmed she will leave the meeting when it is reached.

There were no other declarations of interest in addition to those already made.

AOB

There were no requests for the inclusion of business other than that set out in the agenda.

3. Election of Chair for 2017 -18.

One nomination form had been received for the role of Chair. This was for Derek Good, with Alan Cufley as proposer and Anders Bohea seconding the proposal. There were no applications for a proxy vote. As there was only one nomination a vote was taken.

Of the trustees present 4 voted in favour and 2 abstained. Derek Good was duly elected as Chair of the Board of Trustees for the academic year 2017-18.

Election of Vice-Chair

No nominations for the role of Vice-Chair had been received. DG emphasised the importance of the role and Sharon Brueton said she would be prepared to stand. Alan Cufley nominated Sharon Brueton and this proposal was seconded by Derek Good. There were no applications for a proxy vote. Trustees voted unanimously in favour of Sharon Brueton being Vice-Chair of the Board of Trustees for the academic year 2017 -18.

Election Procedure for the Trust

Trustees examined the draft procedure and DG proposed its approval. This was seconded by TW and Trustees unanimously approved the Election Procedure with a review date of autumn term 2020.

4. Minutes of the last meeting.

The minutes of the meeting held on 25th September 2017 were agreed as a true record and signed by the Chair.

Matters arising.

Item 5, NW asked if the issue surrounding the 'tenancy at will' had been resolved. LW said they had been resolved and there were no outstanding issues.

SS said adverts for Educational Improvement Partners appear on the Trust's website, but no formal appointments have been made; meanwhile Trust schools continue to use independent partners.

There were no further matters arising.

5. Annual accounts for the period 01st April to 31st August 2017

David Brookes, Director of HWB Chartered Accountants, presented the Annual Report and Financial Statements to 31st August 2017 to the Finance and Audit committee on 27th November. A few minor revisions will be made to this document and performance data regarding Solent schools will be presented in a different format on page 11. After examining the report in detail the Finance and Audit Committee recommended its approval to the Board of Trustees with the minor changes listed.

DG drew attention to the fact that the figures recorded under Restricted Funds 2017 include the LGPS pension deficit which the Trust inherited on conversion.

In reply to concerns raised by Trustees at the Finance and Audit Committee meeting as to what impact this deficit might have on the Trust, Mr Brookes had explained it was a Government liability but the Trust should monitor it as it might cause employer and/or employee contributions to rise in the future. Actuarial valuations assessments are made of the pension fund every three years, with the next one due in March 2019, and these can affect rates.

Trustees welcomed the fact that Mr Brookes said HWB considered this to be a clean audit opinion with nothing to cause concern to the ESFA or the Trust.

With the proposed minor changes agreed, Trustees unanimously approved the Annual Report and Financial Statements to 31st August 2017. The final version will go to Members on 11th December 2017.

ACTION: Lucy Sinnott will update the document as agreed at the meeting in time for the final version to go to Members at their meeting on 11th December.

6. Schools' Performance

Trustees examined School Self-Evaluation Summary reports from all three schools. Trustees welcomed the format of these reports. They are summaries, set out under the Ofsted criteria plus areas of school improvement. As it was noted that the LGBs conduct the detailed monitoring of performance and achievement through their Curriculum and Standards committees, Trustees agreed they did not want to replicate the work done by the Curriculum and Standards committees but they needed to see evidence that monitoring was being carried out effectively. There followed a lengthy discussion on how this should be achieved.

It was agreed that the scheduling of meetings next year should, where possible, be co-ordinated so that the most recent information would be available to be presented to Board meetings. Draft, unsigned LGB minutes will be submitted to the Board if required to prevent undue delays.

A rolling update of educational achievement at the three schools will continue to be presented in the current summary format at Board meetings on a termly basis.

In addition to these general updates throughout the year, in each autumn term the Board will consider reports from the LGBs specifically on examination results and educational outcomes.

LW then gave a verbal report on educational achievement at the Solent Schools and explained how it had been affected by changes to the curriculum. She went on to outline the large amount of work being undertaken to improve standards. At a Year 6 Pupil Progress meeting earlier today data was again analysed and there is already an improvement on what was seen last year. TW said the Solent LGB was reassured by what has been put in place and believed it will bring about long standing improvement.

7. Trust Strategy 2016/19

SS led Trustees through the Trust's Strategy Overview. Work streams will be established after consultation. To date, a lot of time has been spent on ensuring compliance and preparing for recent audits. Work is underway on an educational model and reviewing capacity and marketing.

Trustees agreed the need to keep up to date with local as well as national developments. The future development of the Trust was discussed. To consider this important issue it was decided to hold a Strategy Planning meeting in the New Year and possibly invite Mike Stoneman to address part of it.

ACTION: Set up a Strategy Planning Meeting in the New Year.

Trustees acknowledged the need to promote the Trust particularly in the changing MAT landscape. It was felt this would have a positive impact on both teacher and pupil recruitment. Even though it was agreed it would be funded by the Trust, Trustees emphasised that there was no desire to impose a uniform image but rather to co-ordinate image marketing and branding for mutual benefit. All schools would be involved in the process should it go ahead.

A Trustee said that parents want to be clear what the MAT has to offer and first impressions of a website were very influential.

Another Trustee agreed and said communication with parents was important so that they understand the need for re-branding, its benefits and what it is aiming to achieve.

ACTION: SS and LW to project manage the rebranding/marketing in consultation with LGBs and the Board.

8. Committee Reports

DG reported on the Finance and Audit Committee meeting that took place on 27th November. The Annual Report and Financial Statements to 31st August 2017 were examined in detail as was the FMGS self-evaluation validation report from the ESFA. The ESFA agreed with 40 of The Trust's 41 responses in the FMGS return and conditionally agreed with the remaining one.

A Trustee asked for more information on the one that was conditionally agreed.

SS explained it was question 23 relating to managing conflicts of interest. The ESFA acknowledged that the Trust had robust measures in place but wanted them drawn together into a formal policy. This has now been done. SS outlined further work underway to ensure compliance and confirmed that the response form required by the EFSA had been completed and returned. Trustees acknowledged the work undertaken and were satisfied with the progress towards compliance.

9. Policy Approval Schedule

This is a live document incorporating policies the Trust is required to have as set out in the DfE document Statutory Policies for Schools (September 2014); those listed in the Trust's scheme of Governance and any other policy the Trust wishes to adopt.

Once this draft is fully populated it will be put on to the Trust's cloud storage facility and sent to the LGB clerk as some policies will be approved by LGBs.

ACTION: Co-Sec to make the Clerk to the LGBs and key admin personnel aware of policy development and the schedule.

Terms of Reference for the Resources Committee

Trustees agreed the addition of a sentence clarifying the committee's role in providing members of a Pay Sub-Committee to review and ratify pay recommendations for school staff.

Declaration of Interest Policy

This was examined by Trustees and approved with a review date of autumn 2020.

Trust Pay Policy

The Finance and Audit Committee examined this policy at their meeting last week and recommends its approval. It uses the PCC template and includes the recognised pay award arrived at after trade union consultation.

SS proposed approval of the policy and was seconded by DG.

The Board voted unanimously in favour of approval.

ACTION: LGB Resources Committees to complete the information for their staff in their policy

Trust Complaints Policy

Trustees discussed the draft policy and its relationship with school policies. Trustees agreed that any appeal to the Trust should be about the complaints process only and not about the original complaint itself as addressed to a Trust school.

The Complaints policy was unanimously approved by the Board to come into effect on 1st January 2018 and with a review date of autumn 2020.

It was agreed that any current complaints under investigation should be conducted in accordance with schools' existing policies.

ACTION: MH to write to LGB Chairs asking for this policy to be used for complaints made after 1st January 2018.

Trust Pension Discretionary Compensation Policy

The Finance and Audit committee examined this policy at their meeting last week and recommends its approval. Pensions were part of the TUPE process. SS proposed approval of the policy and was seconded by DG. **The Board voted unanimously in favour of approval.**

Trust Code of Conduct for Employees

Trustees examined the policy and **voted unanimously in favour of approval** with a review date of autumn 2020.

10 Training

SB reminded Trustees of the outcomes of the recent skills audit. The training by WVW on governance and legal responsibilities, that took place on Monday 16th October, was organised in response to needs identified by the audit. It was well attended by Trustees, Members and Governors. Feedback on the training has been very positive. Areas and timings for future training were discussed.

The following were agreed:

- Spring Term 2018 Safeguarding/Child Protection/Prevent
- Summer Term 2018 The Academies Financial Handbook

Jonathan Wilburn and John Webber were suggested as presenters for the training on Safeguarding/Child Protection/Prevent.

ACTION: A date in February to be selected for the Spring training session.

11. Minutes of the Solent schools' LGB meeting 4th July.

TW reported on the LGB meeting that took place on 10th October. Following a recent skills audit, two new governors have been appointed, bring additional skills in IT and accounting to the LGB. There will be a training session on 27th February on 'holding leaders to account'. Trustees are invited to attend. The LGB worked through the first four questions from 'Twenty Questions Governing Boards Should Ask Themselves' and will work through a further four at the next meeting.

Minutes of Springfield school's LGB meeting 13th July

AC reported on the meeting held on 19th October. The policy for Supporting Pupils with Medical Conditions was reviewed and the Code of Conduct was signed by governors. A Site report and Trust update were discussed. GCSE results were analysed and an SEN report discussed. Work is underway for a new skills audit for the LGB.

13. AOB was taken next

SB attended the recent Governors' Forum and gave a verbal report on its business. NW and LW then left the meeting.

12. Ratification of the EHT's appraisal and pay recommendation

Trustees studied the report on LW's appraisal and pay recommendation. TW confirmed this had been carefully considered and had appropriate evidence to support it. TW proposed approval and was seconded by SS.

The Board unanimously approved the proposal.

Items for next meeting:

Training

Staff Discipline, Conduct & Grievance Policy (CEO)

ACTION POINT SUMMARY

Action	Person responsible	Completed by
Set up a Strategy Planning Meeting in the New Year	DG, SS & LW MH	January 2018
Project manage the rebranding/marketing in consultation with LGBs and the Board.	SS and LW	Next meeting
Send the Clerk to the LGBs and key admin personnel the schedule.	Co-Sec	January 2-18

Write to LGB Chairs asking for this policy to be used for complaints made after 1 st January 2018.	Co-Sec	January 2018
A date in February to be selected for the Spring training session.	MH	January 2018
LGBs to complete the information for their staff in their policy	LGB's Resources Committees	Next meeting

Signature of Chair:

Date: