



## Board of Trustees/Directors

Minutes

21st October 2024

4.00pm

This meeting was held at Landscope School House with online Participation via Teams.

**Attended:** Cheryl Mathieson (Chair) Sarah Cox (SC) (Online)  
 Nicky Dunford (CEO) Paul Waterworth (PW)  
 Ben Thorne (BT) (Online) Christopher Norman (CN)  
 Dominic Course (DC) Graeme Scott (GS) (Online)  
 Christine Cottle (CC) Max Thomas (MT)

**In attendance:** Rebecca Cox (Westcotts)  
 Matt Matthew (DCEO)  
 Charlotte Roe (GP)

**Minutes:** Clerk to the Trust- Nicol Bush

No	Item	ACTION
1.	<p><b>Welcome and apologies</b></p> <p>The Chair opened the meeting with a welcome. Apologies were accepted from Kate Evans. The Chair extended a welcome to Max Thomas to his first Board meeting and introduced Trustees/Directors to Rebecca Cox (Westcotts Internal Auditors). The Chair explained that as the current internal audit focus was looking at communication channels between management and the Board, which included what information is shared, segregation of duties between the Board and management and the efficiency of the communication flow, RC would be observing the Board meeting as well as some of the Committee meetings in this regard.</p>	
2.	<p><b>Declarations of interest</b></p> <p>Declarations of interest The CEO is a Trustee for the Bearnes Education Foundation. Dominic Course is Chair of Governors at South Dartmoor Community College and a Director of DACORS Ltd. Sarah Cox is Shareholder of S Cox &amp; Co Ltd, Shareholder of Naked Sprout, Trustee of The Fryer Welfare Trust and The Fryer Recreational Trust, Trustee of Drake's School PTF. Graeme Scott is an employee and Executive Chairperson for educational software company, The Mario Framework. Chris Norman is Director of CANE Properties Ltd. Kate Evans is Director for Education of The Good Shepherd MAT and Governor at Boscastle County Primary School.</p> <p>The GP said she would liaise with Trustees via email for any outstanding Declarations of interest/ Compliance paperwork.</p>	GP
3.	<p><b>Any other business</b></p> <p>To be notified to the GP/Chair in advance of the meeting and by noon on the day prior to the meeting.</p>	

	<ul style="list-style-type: none"> <li>• Vision and Values (<b>Circulated prior to the meeting</b>)</li> </ul> <p>At the Board meeting in July, some small changes had been suggested to the draft revised Vision and Values document and a final version had been sent to Trustees via email in September. No more amendments had been proposed. The meeting <b>approved</b> the final revised Vision and Values document.</p> <p>The following question was asked <i>What will the new Vision &amp; Values look like from a pupil perspective? How will they access them and be able to play their part in making them a reality?</i></p> <p>In the absence of the CEO, the DCEO explained that as the Academy Heads (AHs) had been involved in the review process, the revised vision and values should be filtered down through to the schools and would sit alongside each school's own vision and values. <b>Further clarification was deferred to item 6. when the CEO was in attendance.</b></p>	
4.	<p><b>Approval of meeting minutes</b></p> <p><b>For approval:</b> Part I Minutes of the meeting dated 22nd July 2024 (Circulated prior to the meeting)</p> <p>The meeting <b>approved</b> the minutes as a true record and they were signed electronically by the Chair of the Committee.</p>	
5.	<p><b>Matters arising from 22nd July 2024 not on the agenda</b></p> <p>Confirmation for the agreement of meeting dates in July 2025</p> <p>The Chair confirmed the revised dates for the July 2025 meetings, as follows:</p> <ul style="list-style-type: none"> <li>• Board of Trustees meeting – 14<sup>th</sup> July</li> <li>• Members General meeting - 21<sup>st</sup> July</li> </ul> <p>Both the Chair and the GP had discussed the dates with the DCEO who had confirmed that the financial information would be available to accommodate these revised dates.</p>	
6.	<p><b>Chief Executive Officer's Report</b></p> <p>CEO's report (Circulated prior to the meeting) - this item was held until the CEO was in attendance</p> <p>The CEO summarised the report and made the following points.</p> <ul style="list-style-type: none"> <li>• New Vision and Values were now in place.</li> <li>• Regional Hubs had been reviewed after their first year of the new structure</li> <li>• Aspirational data had been set for the year.</li> <li>• Work was planned with the Inclusion Hub/additional needs</li> <li>• DCC were looking at setting up resource bases</li> <li>• Administration was a large focus. The central team had grown and were taking specialist responsibilities.</li> <li>• Meeting with Regions Group had recently taken place, to discuss the small schools' agenda nationally and campaigning for representation of small schools.</li> </ul> <p>There was a concern raised that the report was a long read this time and included a lot of operational detail. Whilst it was agreed that the report contained a lot of useful information there was a concern that it had increased further the CEO's workload. There followed some discussion as to how the report might be condensed to the key strategic points with links to the more detailed, operational, information if necessary. The CEO acknowledged it was a long report but as it was the start of the new term she had wanted to keep Trustees informed of all developments that had happened towards the end of the last academic year. Going forward, the reports would be shorter with a highlight on one particular area and would not cover all the detail. It was agreed that with regards to staffing and finance only the points that Trustees needed to be aware of would be included as the detailed information could be found in the relevant committee minutes.</p>	

The CEO provided further clarification for the question *What will the new Vision & Values look like from a pupil perspective? How will they access them and be able to play their part in making them a reality?*

The CEO said the Trust had condensed the V&Vs down and had created scope for the schools to deliver them in a way that worked for their school and community. The CEO noted that at recent Ofsted inspections it had been highlighted and congratulated, that the V&Vs of the Trust stood out and pupils talked to the Trust values.

There were no further comments or questions.

#### 6.1 Update on Property and Security

The DCEO presented the Property and Security report to the meeting, which provided a lengthy and robust discussion between Trustees/Directors.

The DCEO explained that there had been a security review last year and from that review, a report had been produced. The DCEO added that each year individual schools were expected to complete an "Estates risk assessment" for their site, and these had been incorporated into the report. The individual risk assessments had flagged up the highest risks as being the fencing issues at Diptford and Cheriton Bishop. The DCEO updated the meeting on these issues and informed that new fencing at Cheriton Bishop would be completed the following week and higher fencing at Diptford would be completed by 18<sup>th</sup> Nov.

- The following question was asked, *who was in charge of updating risk assessments?* The DCEO explained that Claire Slee (Health and safety/Estates manager) supported this and made sure risk assessments were always all up to date and suitable. As the individual risk assessments were updated these would link back into the summary report.

The DCEO updated the meeting on the CIF projects. Three projects had been completed over the summer. Two had run to cost but one had over run as, despite having two pre construction surveys carried out, asbestos had been found which had needed to be dealt with properly. The over run would be met from reserves. The DCEO discussed the projects being put forward for the next round of CIF (13 in total). Whilst it was unlikely that all projects would be successful, the DCEO explained that the risk for the Trust was that the more successful the bids, the more the Trust would have to contribute from its reserves.

- The Trustees asked, *if all projects were successful, could they be delayed due to level of funding? Was there a time limit on deferring successful projects?* The DCEO explained that successful CIF bids could be deferred for 12 months maximum and there was now a new option of taking out a loan for the contribution amount.
- The Trustees asked, *was any word coming out from the DfE, on the availability of CIF funds, following the change of Government?* The DCEO responded that, as written in the DCEO report, the latest guidance was that the same CIF process would be followed for the next round, but in parallel, the Government would investigate what the future capital funding of schools looked like going forward. The DCEO added that the Trust had been fortunate with its successful CIF bids. It was noted that if there was the prospect that grants for building work etc are to be reduced then that would put greater pressure on the Trust's reserves.

The DCEO moved onto Sustainability and reported that the CEO/DCEO had attended CST masterclasses, which had focused on sustainability practices. The sessions had provided valuable insight and strategies that could be applied within the Trust. The DCEO added that DfE guidance stated that every school should have a climate action plan in place by 2025 and the Trust was on the road to having this in place. This term the Trust were creating a baseline to understand energy/water/waste use Trust wide. The DCEO reported that through the CST masterclasses, the CEO/DCEO were introduced to a government sustainability expert, who would help the Trust through the process. The DCEO informed that the

	<p>sustainability expert would be visiting Landscope School on November 14<sup>th</sup>, which would provide a template to model across all schools.</p> <ul style="list-style-type: none"> <li>The Trustees asked, <i>Does the Trust have to pay for the Sustainability expert support?</i> The DCEO said the service was free of charge.</li> </ul> <p>On a separate note, the DCEO highlighted that there had been a lot of work being done on pupil recruitment recently. Some schools were doing really well with marketing and were picking up more than the cohort in their area. The DCEO added that although there was talk nationally about a drop in the number of children, the latest DCC cohort data surprisingly showed an increase of children over the next 2 years in our Trust areas, although in the third year numbers dropped.</p> <ul style="list-style-type: none"> <li>The following questions were asked, <i>what do we know about the drop in birth rate and did the Trust need to start thinking ahead to prepare for the impact?</i> The DCEO said that the Trust was working with planners in the area to see what buildings will be available and the projected birth rates. <i>What distinguishes the Trust schools from others who might be doing the same thing?</i> The DCEO said that there was a session 2 weeks ago for AHs that encouraged schools to think about their USPs for marketing purposes. The DCEO added that going forward, the Trust would need to look at school structures, class structures, after the admission numbers were declared in April 2025. The introduction of VAT on private school fees may provide some opportunities for the Trust schools as those pupils will be more used to the smaller class structures.</li> <li><i>Was the Trust looking at pupil retention as well as pupil recruitment? Was this being monitored to identify any trends?</i> The DCEO responded that it had been difficult to get this information previously but now that the Trust had a new Trust-wide data system in place it might be possible to capture this information. The DCEO had a meeting with AHs coming up and he would investigate this further with them.</li> </ul>	
7.	<p><b>Trust Growth</b></p> <p>7.1 CEO to provide update (to include discussion re Honiton)</p> <p>7.2 Due diligence update for Jubilee and Pebblebed schools</p> <p>The DCEO summarised the due diligence report, which was circulated prior to the meeting, the following points were raised;</p> <ul style="list-style-type: none"> <li>Farway - Learn, support, challenge day had taken place, which had highlighted areas that needed addressing.</li> <li>Broadhembury - Sam Butler had stepped in as acting Head whilst continuing as AH at Moretonhampstead. The DCEO commented that SB was doing a very good job and had stabilised the school. He was now looking at growing the provision.</li> <li>Branscombe - Learn, support, challenge day to be held in the new year.</li> </ul> <p>The Chair noted that the due diligence report highlighted that the main foci for the new schools were school improvement and pupil numbers. It was noted that in respect of the financial position, the four new schools were in a surplus position. Going forward it would be necessary to consider how to move the schools forward in the delivery of the curriculum.</p> <ul style="list-style-type: none"> <li><i>The Trustees asked for an update on staffing in the new schools, following previous reports.</i> The DCEO updated the meeting and informed that although there was still work to be done on staffing, matters were in hand.</li> </ul> <p>The meeting had a strategic discussion around Honiton deciding not to join the Trust and the Trustees highlighted that, in light of the Honiton situation, going forward it would be useful to raise any concerns early on, so that Trustees could support and advise.</p> <p>The Chair informed the Trustees that the CEO had been approached by a number of CofE schools within East Devon with an interest in joining the Trust. However, it was unlikely that anything would proceed quickly as the Regions Group were keen for the 4 new schools to be embedded before the Trust looked at other schools, particularly if a new school required a lot of support.</p>	

	<b>The CEO joined the meeting at this point.</b>	
8.	<p><b>Risk Register</b></p> <p>8.1 Trustees to consider the following risk register categories: -</p> <ul style="list-style-type: none"> <li>• Governance</li> <li>• Strategic</li> <li>• Safeguarding</li> <li>• Trust-wide</li> </ul> <p>SC summarised the Risk Register process and detailed how the risk review in each committee meeting should be conducted. Each committee was asked to review the risks at their next meeting to ensure that the risks for each committee were relevant and up to date. If any were missing, the GP and DCEO should be informed.</p> <p>The meeting reviewed and discussed each risk for Board of Trustees and <b>approved</b> the categories appearing on the register.</p> <p>There followed some discussion regarding specific risks and certain changes were made to the individual RAG ratings.</p> <p>The amber risks would be scrutinised further at the next Board meeting, to allow for more detailed discussion.</p> <p>The DCEO raised that during any meetings, if a risk was identified that was not already on the Risk Register, it was important that it was noted and recorded on the RR.</p>	
9.	<p><b>Admissions Committee</b></p> <p>Summary of activity for 2023/24</p> <p>The Chair informed the meeting that the Committee had considered 121 in year admission requests across the whole Trust (including nurseries) during the last academic year. Not all requests had been approved and not all had come to fruition but the requests had been spread across all academies and all year groups. The Chair explained that weekly meetings were held to discuss admissions and for the current academic year from September to date, 44 applications had been considered so far across 16 academies. As discussed earlier, the Committee did not have any data showing how many pupils had left the Trust during the year and the Trustees asked, <i>how could the Trust collect data on in-year pupils leaving schools?</i> The DCEO said he thought this should be possible and would look into this further.</p> <p>9.1 The Terms of Reference had been reviewed by the Committee and were <b>approved</b> by the Board of Trustees.</p>	<b>DCEO</b>
10.	<p><b>Audit Committee</b></p> <p>No minutes to note. Next meeting scheduled for 5th December 2024. Chair to outline any points to note. There were no points to raise.</p> <p>Terms of Reference deferred due to Audit Committee not meeting until December.</p>	
11.	<p><b>Finance &amp; General Purposes Committee</b></p> <p><b>Minutes from 27<sup>th</sup> September 2024</b></p> <p>Chair to note any additional points and take questions. The Chair noted that leading up to the year end financial statements, the numbers looked slightly different at the end of the year as to how they had looked during the year but this was due to how things had to be accounted for rather than errors throughout the year. He noted further that once the audit is signed off and the numbers for last year finalised, the Trustees would have a better position as to where the Trust is going forward. The Committee was continuing to look at budgets</p>	

	<p>and forecasts etc and a reforecast would be performed once the details of the new Government's budget and spending review were known. There were no questions.</p> <p>11.1 Terms of Reference for approval The meeting <b>approved</b> the F&amp;GP committee's ToR.</p>	
12.	<p><b>Remuneration Committee (to be circulated at the meeting)</b> <b>Minutes from 27<sup>th</sup> September 2024</b> Chair to note any additional points and take questions. The Chair provided a brief summary of the discussions regarding the annual pay review which had been the focus of the meeting. Detailed notes were included in the Committee's Part II minutes. There were no questions.</p> <p>12.1 Terms of Reference for approval The meeting <b>approved</b> the Remuneration Committee's ToR.</p>	
13.	<p><b>Standards &amp; Curriculum Committee</b> <b>Minutes from 15<sup>th</sup> October 2024</b> Chair to note any additional points and take questions The minutes had not been available prior to the meeting so CC outlined the main points. KE had stood down as Chair and CC had agreed to take on the role. Data had been looked at in detail but it was felt that the Committee was not getting the data in as timely a way as would be useful for the Committee and this would be monitored going forward. There were no questions.</p> <p>13.1 Terms of Reference for approval The meeting <b>approved</b> the changes to the reviewed S&amp;C Committee's ToR.</p> <p>13.2 LACs - Main issues drawn from the S&amp;C meeting There had been nothing further raised by the LACs other than already discussed.</p>	
14.	<p><b>Governance</b> 14.1 Update – Chair to summarise any changes or appointments of Trustees and Governors The Chair informed the meeting on the following points</p> <ul style="list-style-type: none"> <li>• There had been a resignation of 2 parent Governors for Bearnas /Drakes schools. The GP noted that it had been particularly hard to recruit Parent Governors recently.</li> <li>• There was still a vacancy for a new Totnes LAC Chair.</li> <li>• Parent Governors had been successfully recruited for Woodbury Salterton, Littleham and Broadhembury.</li> <li>• Farway and Branscombe were still awaiting Parent Governors.</li> </ul> <p>14.2 MAT Governance Self Evaluation The GP explained that there would be a survey circulated (containing a RAG rating) to provide an insight into the effectiveness of the mechanics of Board governance. The survey outcomes would be scrutinised in December to see what areas of development/action plans are needed and the same form would be circulated again at the end of the summer, to check that any issues had been addressed.</p> <p>14.3 Trustee Self-Assessment The Chair gave a brief explanation of the Trustee Self-Assessment form which was designed to encourage Trustees to reflect on their contribution over the last year and any barriers etc. The responses would be kept confidential. She hoped to circulate the document after half term and would follow up with Trustees individually as necessary once responses had been received.</p>	

	<p>14.4 Academy Trust Handbook Summary (Page 7) – Trustees to note main changes. There were no questions.</p>	
15.	<p><b>External inspections</b> 15.1 Ofsted: Broadhempston – verbal report – final report not available yet 15.2 Ofsted: Sparkwell – verbal report – final report not available yet</p> <p>Both visits had been two day graded inspections. The meeting discussed some of the feedback. Once the final reports were available they would be circulated to Trustees.</p>	
16.	<p><b>Safeguarding</b> GS explained the new Safeguarding system to the meeting, and made the following points:</p> <ul style="list-style-type: none"> <li>• The 1<sup>st</sup> CPOMS Trustees report was predicted to be available by Easter 2025.</li> <li>• The Safeguarding policy had been updated and shared with Academy Heads and was now available for Board approval.</li> <li>• 3 schools were having Devon County Council audits, AW was attending the DCC audits to ensure that our own internal audits were robust.</li> <li>• Level 2 mop up training had been completed by all staff and GS noted that AW and Gemma were a strong team.</li> </ul> <p>The CEO added that any complaints were being addressed in accordance with the Complaints Policy and currently they were low level.</p>	
17.	<p><b>Health and Safety</b> CEO to report any issues.</p> <p>There were no major issues to report.</p>	
18.	<p><b>Strategic Plan</b> 18.1 Update re Strategic Plan</p> <p>The Chair commented that she and the DCEO had over the summer reallocated some of the Strategic Plan areas to ensure that they played to individual Trustees’ strengths. She also clarified that the objective of the Strategic Plan was to involve Trustees with the relevant Executive team dealing with the area providing the Trustee with a greater understanding of that particular area and enabling them to make a positive contribution. Trustees should not be expected to do any operational work but discuss and advise the Executive team for them to go away and do the work. It was acknowledged that Trustees could contribute only as much as their other demands allowed and it should therefore not be seen as an onerous task.</p> <p>It was agreed that Trustees would provide feedback on their area at future Board meetings by way of a brief update.</p>	
19.	<p><b>Policies for approval</b> The following policies have been reviewed and updated and are presented for approval as per the policy schedule:</p> <p><b>19.1 Standards &amp; Curriculum Committee</b> The Safeguarding Policy was circulated before the meeting. There were no further comments. The Trustees <b>approved</b> the Safeguarding Policy. The Early Career Teachers Policy was circulated before the meeting. There were no further comments. The Trustees <b>approved</b> the Early Career Teachers Policy.</p> <p><b>19.2 Recommended by the Finance &amp; General Purposes Committee</b> No policies to be approved by Board of Trustees</p> <p><b>19.3 Recommended by the Remuneration Committee</b> The Pay Policy was circulated before the meeting. There were no further comments. The Trustees approved the Pay Policy.</p>	

	<p><b>19.4 Board of Trustee Policies</b> No Policies to be approved by Board of Trustees.</p>	
20.	<p><b>Evaluation of governance impact</b> Review performance and value of meeting <i>'What proportion of board time was spent on financial performance management versus other matters of strategic importance'.</i> The meeting agreed that the amount of time spent on financial performance management versus other matters of strategic importance had been appropriate at this stage in the academic year.</p>	

The meeting ended at 6.13pm

Signed by the Chair.....on 16<sup>th</sup> December 2024