

**Board of Trustees/Directors
MINUTES**

**5th December 2022
4.00pm**

This meeting was held in person at Landscope School House with the option of online participation via Microsoft 'Teams'

Present: Cheryl Mathieson (Chair) Sarah Cox (SC) (attended via TEAMS)
Nicky Dunford (CEO) Paul Waterworth (PW)
Fiona Walters (FW) Christopher Norman (CN)
Kate Evans (KE) Dominic Course (DC)
Graeme Scott (GS) Ben Thorne (BT) (attended via TEAMS)

Minutes: Charlotte Roe (GP)

In Attendance: Matt Matthew (DCEO) for Item 7

No	Item	Action
1.	Private Meeting of Non-Executive Trustees/Directors Remuneration Committee Report <i>CEO and GP withdrew from the meeting - Part II was taken – the Part 1 part of the meeting began at 16.40</i>	
2.	Welcome and apologies The Chair welcomed the trustees to the meeting. Apologies was received from Kate Evans – these were accepted .	
3.	Declarations of interest No additional declarations of interest were lodged.	
4.	Any other business 4.1 Discuss and decide on representation at Ofsted inspections The Chair asked for this to be added to the end of the CEO report.	
5.	Approval of meeting minutes For approval: Minutes of the meeting 10 th October 2022 The minutes were approved by the Trustees. The Chair signed accordingly	
6.	Matters arising from 10th October 2022 not on the agenda 6.5.12 Training undertaken by Trustees to include Essential Trustee Training The Chair reminded trustees to inform the GP of any training completed. The GP added, to inform her of any visits to schools or meetings with staff for a central record. The Chair also reminded the trustees of the CST online Essential Trustee Training programme that the Board was undertaking. All sessions had been recorded for those who were not able to attend in real time. The trustees discussed the merits of the training to date. It was noted that the first two training sessions had been informative. It was suggested that the trustees should send collective feedback to CST at the end of the training. 6.5.15.4 Governors' Handbook update The trustees thanked GS for his hard work. SC said that she had added some points and raised the question of using the word of 'governor'. The CEO said that there should be an annual review of the terminology. It was added that once the local board review had taken place, the word 'governor' may change. FW said that more information about the Church schools and Christian distinctiveness needed to be added. The CEO agreed to	CEO GP

	<p>make the changes. Thereafter, the GP would take responsibility. It was agreed that annually the trustees would review it.</p> <p>6.8 Personal information shared with auditor confirmation DC explained the rationale behind this and the options. It was agreed that the information held by the trust HR would be used to confirm the ID of the trustees.</p> <p>6.12.1 'Civic Duty' update from external discussion and feedback from Academy Heads In the recent CST training, there had been a discussion about trusts' 'Civic Duty' and the trustees had requested a greater understanding across the trust of what individual academies do. The CEO explained that she had spoken to Academy Heads who had confirmed that there was a wealth of community work that the schools undertake; unique to each school. As a trust, this would continue to be developed, using the local board governors to make sure the work was evidenced. PW commented that each academy should decide for themselves what their Civic Duty was as it may vary across academies. PW asked about parental support; the CEO confirmed that parents were engaged across the trust.</p>	
7.	<p>2021-2022 Annual Report and Financial Statements</p> <p>7.1 <u>Management Report by the External Audit Service Bishop Fleming LLP</u> AND</p> <p>7.2 <u>Annual Report and Financial Statements for the year ended 31st August 2022</u> which include (included in report above):-</p> <ul style="list-style-type: none"> • The Trustees' Report • The Governance Statement • CEO's Value for Money Report • CEO's Statement on Regularity, Propriety and Compliance • The Statement of Trustees' Responsibilities • The Auditor's Letter of Representation <p>The DCEO was invited to join the meeting. The trustees confirmed that the documents were reviewed before the meeting. It was noted that the Audit committee had reviewed the reports along with BT (Chair of F&GP). DC said that the audit committee also met with the auditors without ND and MM. DC reported that it was a clean audit. The issues highlighted were already known by the trust; primarily how the trust reported PE and Sports funding. DC explained the discrepancies on the expenditure allocations and how it had been resolved to the satisfaction of the auditors. For both Audit and Finance, PE and Sports funding would be a standing agenda item. The DCEO confirmed that working with the auditors the amounts had now been properly recorded. DC added that this was a nationwide problem. It was noted that what the funding could be spent on was restrictive. Following a question from CN, it was confirmed that the funding would continue for the foreseeable future. DC said that the auditors also highlighted the high reserves however recognised that conversations had been had by trustees and the subsequent projected spending had been agreed. BT said that he was pleased that the underlying financials were clear allowing informed decisions to be made by the F&GP. The CEO said that the process which reviewed the central costs had helped the trust to clarify the cost benefits of being part of the trust. The CEO said that along with the DCEO, she was meeting Sam McDonald, RDD to share the information around central costs for a paper he was writing for the DfE. BT explained the investments that had been made and the extra generated interest as discussed in the F&GP. The Board approved and authorised the Chair and the CEO to sign them on behalf of the Trust for submission to the External Auditors for signature and then the Education and Skills Funding Agency (ESFA) and Companies House. The trustees thanked the DCEO and his team, and BT for their work in this area.</p>	
8.	<p>Chief Executive Officer's Report</p> <p>The CEO report had been circulated with the agenda. The CEO added that the government had released the analysis of school progress (ASP), removing the 3-year average and progress standings as there was no available data, due to covid. The CEO added that this information was useful for Trustees to understand the progress of the</p>	

	<p>pupils across the trust. The CEO also informed the meeting that the disadvantaged data was due in January 2023; it was agreed for this to go through S&C with a summary for full board in the next CEO report.</p> <p>GS asked for clarification about the pupil numbers for one school, and the CEO confirmed that the new pupils were all SEND children who had moved from a neighbouring school. The CEO explained the difficulties this school was facing. The trustees asked questions around what support had been put in place to support the staff to meet all the pupils' needs. PW asked questions around what support was being put in place for primaries especially with the aftereffects of covid. The CEO explained there had been a lot of work around Early Years with children joining having low ability in many areas. DC asked how this affected the judgements/progress data at KS1. The CEO explained that as a trust, judgements at KS1 were cautious as it was hard to get a clear picture of the pupils' ability to progress. The CEO added that greater depth for pupils had been hit by covid as there had not been learning consistency. It was noted by PW that parental engagement was paramount and a gap of two years of consistent learning at primary could have a substantial effect. The CEO said that CST were working hard on behalf of the trusts and schools to address the funding for education. PW said that the trust needed to be alert to use some reserves to support schools where there were difficulties. The CEO said that she was already doing this.</p> <p>DC asked about the reduction in pupils. The CEO said that it was only in certain schools. Over the trust the reception numbers had improved, and the reputation of the trust was positive. PW asked from whom – the CEO outlined what had been said within the communities including the Diocese. The trust was getting more enquiries for schools joining the trust. The trustees discussed how the trust could attract more pupils and schools.</p> <p>Referring to the CEO report, The Chair said that she had seen that the Food Standards Agency and the Department for Education were to run trials with certain local authorities to assess the nutritional standards of school meals. She asked what quality control the trust has now that the catering has been brought largely inhouse. The CEO that the Catering Manager checked the nutritional standards and confirmed that the trust followed the guidelines.</p> <p>Representation at Ofsted inspections was discussed. The CEO explained that currently LL led any Ofsted inspections in the trust and the CEO attended as a Trustee. There had also always been a slot for governance with the inspectors, when representatives from the local boards attended. The Chair asked whether Ofsted determined, or the trust decided who attended. The trustees discussed the merits of trustees or local governors attending inspections. PW said that he had some reservations and explained his rationale. The meeting discussed this further, and it was decided to have a panel of a mix of local governors and trustees available to attend future inspections to support the schools across the trust. The CEO will look into this further.</p>	<p>GP</p> <p>CEO</p>
9.	<p>Admissions Committee</p> <p>This was covered in the CEO report. The Chair confirmed that this committee had newly been set up with two trustees as the quorum; there were weekly meetings with Academy Heads, with the outcomes recorded accordingly. Most of the applications had been approved. It was explained there was criteria set out for all applications. The Chair and CEO explained the process fully. The trustees thanked them for their work on this.</p>	
10.	<p>Audit Committee Minutes from 30th November 2022 (to follow)</p> <p>10.1 DC explained that most of the meeting was around the internal audit and finances which had been discussed in Item 7.</p> <p>10.2 Terms of Reference for approval DC informed the meeting that these had been reviewed by the committee. Commitments of time had been included in the document. The trustees approved the Terms of Reference for the Audit Committee.</p>	
11.	<p>Finance & General Purposes Committee Minutes from 25th November 2022</p>	

	<p>BT said that there were no additional points to raise. The trustees formally approved the revised budget 31st October 2022.</p>	
12.	<p>Remuneration Committee Minutes from 25th November 2022 Part II was covered at the beginning of the meeting. There were no additional points to raise.</p>	
13.	<p>Standards & Curriculum Committee 13.1 Terms of Reference to be approved by Full Board Approved 13.2 Minutes from 23rd November 2022 In KE's absence, GS explained there would be an annual agenda theme for the meetings throughout the year along with standard items such as safeguarding. FW said she was concerned that the Committee might become too operational. 13.3 Local Boards No issues were highlighted in addition to the minutes.</p>	
14.	<p>Governance 14.1 Update – local boards Lynda Cooper had stepped down as Chair of Moorland Jo Carter had stepped down as Chair and Governor of Woodleigh Cat Radford had stepped down as Chair of Totnes Hub Alice Moseley's term of office had expired There was now a rolling Chair for Moorland Max Thomas was Chair of Woodleigh Rebecca Sear was Chair of Totnes Hub, with Cat Radford as Vice-Chair 14.2 Local boards Away Day An Away Day for all local governors had been held in November to discuss the structure of the local boards and the role of governors. The CEO outlined what had been discussed during the evening. The GP was now attending all the local boards meetings to be a conduit between local governors and trustees. The feedback from the Away Day was that the governors felt they had been heard however there was still concerns around recruitment. The next stage was to review the Scheme of Delegation and have another evening in January 2023 to continue working with the governors. 14.3 NGL Update Review The Chair, CEO and GP had had a three month follow up meeting with Jackie Eason to review progress against the actions from the NLG review. The follow up had been positive. Most of the actions had been completed or will be completed by the end of the academic year and Jackie Eason had commented that the trust had made excellent progress against the action plan. The next steps were to review the structure of the local boards this year, carry out a self assessment next year and aim for another external review in about three years' time. 14.4 New date for AGM As discussed the AGM had been brought forward to 24th January 2023 to agree the annual accounts and approve the appointment of auditors. The meeting in July would cover a review of the year.</p>	
15.	<p>Safeguarding GS said that AW was working hard in her role. GS felt that trustees could be assured that safeguarding across the trust was exemplary. The Strategic Safeguarding document would help provide regular assurance to the trustees that the safeguarding policies and procedures within the trust were working effectively. The trustees thanked GS for his work with the Safeguarding Lead. CN asked how often the documents would get reviewed – GS said that it would be 3 times a year. Following a question from CN, the CEO confirmed that the CEO would be immediately informed of any ragged red issues. Following a question from FW, the CEO said that Academy Heads also inform her of any issues.</p>	
16.	<p>Health and Safety Site security was scheduled to be reviewed by the CEO and DCEO.</p>	

17.	<p>Trust Risk Register</p> <p>The risk register was now online on the Every system. The internal auditors had carried out a recent audit of the registers. DC said the trust was going in the right direction but that some work needed to be done around formalising the risk management policies. SC had agreed to look at how there was more standardisation across the schools' risk registers.</p> <p>The Chair said that she had understood from the audit that the school risk registers, and trust risk registers needed to be aligned better.</p> <p>There had been a recent cyber security audit with some highlighted issues. The CEO clarified that she was meeting with the DECO in the new year to review the action plan from the audit.</p>	
18.	<p>Strategic Plan</p> <p>The trustees confirmed that they were progressing with their areas of the strategic plan. It was agreed that trustees would update the Board twice a year, in the middle of the year and at the end of the academic year, with progress on their individual sections.</p>	Trustees
19.	<p>19.1 Policy Schedule</p> <p>The policy schedule was circulated before the meeting. The trustees approved the schedule.</p> <p>Policies for approval</p> <p>The following policies have been reviewed and updated and are presented for approval:</p> <p>19.2 Standards & Curriculum Committee (to follow)</p> <ul style="list-style-type: none"> • Safeguarding Policy Link 2022 <p>It was confirmed that this had been reviewed and checked by Academy Heads and the CEO. The trustees formally approved the policy.</p> <ul style="list-style-type: none"> • SEND <p>This was postponed to the next S&C meeting and thereafter Full Board for approval.</p> <ul style="list-style-type: none"> • EYFS <p>It was agreed that the current policy could be approved.</p> <p>19.3 Finance & General Purposes Committee</p> <p>No policies needing Full Board approval</p> <p>19.4 Remuneration Committee</p> <p>No policies needing Full Board approval</p> <p>19.5 Audit Committee (to follow)</p> <ul style="list-style-type: none"> • Health and Safety Policy <p>The trustees formally approved the policy.</p>	
20.	<p>Evaluation of governance impact</p> <ul style="list-style-type: none"> • The hyperlinks were useful. 	

Dates of next meeting

24th January 2023 (AGM) 6.00pm

To be held in person at Landscope School Hall. The option of online participation is permitted as a hybrid meeting.

17th July 2022 (Members Review) 6.00 pm

To be held in person at Landscope School Hall. The option of online participation is permitted as a hybrid meeting.

Meeting dates 2022/2023

10 October 2022

5 December 2022

6 February 2023

22 May 2023

10 July 2023