

**10<sup>th</sup> October 2022 at 4.00 pm**

*The meeting was held in person at Lanscove House with Teams as optional*

<b>Present:</b>	Cheryl Mathieson (Chair)	Nicky Dunford (CEO)
	Fiona Walters (FW)	Sarah Cox (SC)(left at 5.30 pm)(Teams)
	Kate Evans (KE)	Paul Waterworth (PW)
	Graeme Scott (GS)	Christopher Norman (CN)
	Ben Thorne	
<b>In Attendance:</b>	Lizzie Lethbridge (LL) for presentation at the start of meeting	
	Matt Matthew (DCEO) for Item 5.11 and 5.14	
<b>Minutes:</b>	Charlotte Roe (GP)	

The meeting started with a presentation from Lizzie Lethbridge around Ofsted expectations and lessons learnt from recent inspections across the trust. LL had circulated her powerpoint before the meeting to the trustees. The following questions/discussions were asked:-

- CN asked if the questionnaires still go out to parents. LL explained that prior to coming in, Ofsted will send out surveys for parents and pupils to complete
- Following a question from CN – LL confirmed that Ofsted do not ask for results of internal audits however that they had noted the relationship between EIT and the schools and had fed that into their written report. KE added that in her experience Ofsted do consider internal audits. CEO said that a member of the EIT was available during inspections which also illustrated the high level of support.
- GS asked whether schools still completed the standard school evaluation form - LL said that Ofsted look at whether the school leaders were able to use the information from the SEF to make improvements across the school. LL added that Ofsted were looking for honesty at all levels. The CEO echoed this comment.
- Following a question from Chair - LL said that Ofsted do specifically feedback on the knowledge built throughout the pupil's journey over their school years. KE said there would always be a comment about the 'sequence of the curriculum' in an Ofsted report. There was a further discussion around the learning and knowledge building of pupils across the trust.
- GS asked about the transition between primary and secondary. LL said that there was a real disconnect between the end of primary and into secondary and felt it was a missed opportunity. The Link Academy's responsibility was to get the children's outcomes where they were expected to be – they need to be at age related at least. It was then the secondary school's responsibility to keep them on that trajectory.
- The Chair asked about if a teacher was under capability how this would affect an Ofsted inspection - LL said that if the failings affected the pupils' learning then it could be an issue; the school needed to be able to evidence the support in place and how this was not affecting the learning. The CEO added that as a trust it was framed on the website where there was extra support for a teacher.
- DC asked how the curriculum journey was explained to the pupils and parents. LL outlined how this was done.
- Following a further question from Chair, LL said the children were good at illustrating their understanding when talking to Ofsted inspectors.

<b>Agenda Number</b>	<b>Item</b>	<b>Action</b>
1.	<b>Welcome and apologies</b> There were no apologies as it was a full attendance.	
2.	<b>Declarations of Interest</b> The trustees confirmed that the declaration of interest forms had been returned to the former clerk. GP to confirm with Matt Matthews. 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.	GP

	Fiona Walters is a director of Devon Opera Ltd and of LCP Harlesden Ltd, and a Trustee of Devon Opera. Sarah Cox is Shareholder of S Cox &Co Ltd, Shareholder of Naked Sprout, Trustee of The Fryer Welfare Trust and The Fryer Recreational Trust, Trustee of Drake's School PTFA. 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	
3.	<b>Any other business</b> There was no other business outside of the agenda items.	
4.	<b>Minutes of the last meeting</b> The minutes of the meeting 11 <sup>th</sup> July 2022 were accepted as a true record and the Chair signed accordingly.	
5.	<b>Matters Arising</b>	
11.	Strategic Plan - Trustees confirmed that they had all updated the plan. DCEO said it was ready to run for the year. Following a question from DCEO, it was agreed that individual trustees would be responsible to update their own plan - it was further agreed that at each board meeting one trustee would provide an update of their individual plan. GP to add to future agendas.	Trustees
12.	GS updated the board on how the safeguarding reporting would look like. GS reported he was meeting with Alex Waterman (Safeguarding Lead for the trust) 3 times a year and would be able to give some background information to board alongside the paper report in the CEO's report. The CEO gave an update on the developing role of the safeguarding lead. KE asked about the single central register - CEO said that the HR officer was responsible for this. KE asked about the training undertaken by the trustees and ensuring that statutory training was completed - it was agreed that the Governance Professional would oversee this now.	GP
14.	Trust Risk Register - DCEO offered training which trustees expressed an interest in. It was agreed that the Trust risk register would be an agenda item at each committee and board meeting.	GP
15.1	It was confirmed by the DCEO that all the docusigns had been completed.	
15.4	CEO explained that this was part of agenda item 7. There was going to be a training session for the Local Boards to discuss the way forward on 15 <sup>th</sup> November 2022. The CEO, Chair and GP would be meeting with Christina Mabin to discuss the structure. The Trustees recognised that there was a delicate balance between operational and strategic. GS asked for the CEO to have a final look at the governors' handbook.	CEO
15.6	All the trustees had completed the Essential Trustee Programme training to date. There was a discussion about training available. It was agreed that future training to be booked through HR and copying in the GP.	Trustees/ GP
6.	<b>Chief Executive Officer's Report</b> The report was circulated before the meeting. SC had raised questions which were shared along with the response from CEO before the meeting (attached at end of minutes as Part II). <i>Update</i> <ul style="list-style-type: none"> <li>Diptford tenders have been completed for the Urgent Capital funding application and are waiting on the outcome. The outcome of the Schools Rebuilding Project was still outstanding.</li> <li>CIF projects for 2022/2023 have been put together and are due to be submitted- these were outlined, the response from the CIF project would not be until June 2023.</li> <li>Sparkwell Primary School – CEO had received an email that their governors had approved for their school to join the trust in July 2023. Following a question from FW, CEO confirmed that a condition survey would be done as part of the due diligence process and added that Sparkwell primary school was only built 3 years ago. The CEO outlined the due diligence process to ensure that any issues that could adversely affect the Trust were highlighted - this included educational standards, HR, building, finance. The Trustees said that they would look for reassurance that any issues would not cause too many problems for the trust. BT said that different trustees could oversee their specialist areas. KE raised the concern around standards and Ofsted inspections. The CEO said that a newly joined school would not be inspected for 18 months.</li> </ul>	

	<p>The CEO added that over the years the trust had improved their due diligence process as schools had joined.</p> <p>Adding to SC's questions KE said that she noted several schools were due an Ofsted inspection and asked how confident the trust was on the evaluation of the schools. It was agreed for a summary to go to S&amp;C in the first instance with a summary to the board. CEO said that was the work of the EIT and would give a more detailed report in the next meeting. She added that the information was available on the dashboard. The CEO outlined briefly the concerns and support for the schools expecting an Ofsted inspection. KE said that she would like to see more information available to trustees about standards.</p> <p>Attendance - KE asked about the lower attendance (against the national average) across some of the schools. CEO explained that one family significantly skewed the data in one school and the EWO was involved. KE added that attendance was an Ofsted focus.</p> <p>DC asked about the recent report about DCC's SEND provision being put into special measures (email) - asked what impact this would have for schools. KE said that schools were still responsible for the SEND provision and only have DCC to turn to. However in inspections, questions could be asked about the school's experience of SEND with the local authority. KE suggested that as a Trust, letters were sent to MPs. The board confirmed that this had been done previously on several occasions.</p> <p>KE asked a question about the roles outlined in the new structure - it was confirmed that the roles were existing but a change of titles. CEO added that the new structure streamlined the roles within the trust, creating capacity for the future joiners. The CEO said that the Director of Education would be externally advertised as well as internally. FW said that retention of staff was important. There would be an additional financial cost for the role of Director of Education. The trustees agreed the new structure.</p>	CEO
7.	<p><b>CIF v SCA Paper</b></p> <p>The CEO raised a concern around the success of future CIF bids and had put together a paper for the Board to consider moving to SCA instead of CIF. It was proposed though that for this year the trust would stay with the current CIF bids. The trustees expressed the need for more predictability around finance - following a question from the Chair it was noted that all schools combined received a condition budget every year (£80,000) - Approx £5K each school. This would continue if the trust moved to SCA.</p> <p>The CEO said that this was an unusual situation; it was not yet allowed that Trusts such as the Link Academy to move to SCA instead of CIF, but the trust could ask Confederation of School Trusts (CST) to push for Trusts to have the choice - trusts were normally not allowed to choose between CIF and SCA. Following a question from DC, it was confirmed the SCA money would be centralised, although each school would have its stipulated allocation - this was noted that it would be favourable as it was fairer and would be used to address issues across the whole trust. It was agreed to pursue this further after the current year's round of CIF processes.</p>	
8.	<p><b>Audit Committee</b></p> <p>DC confirmed that he was meeting with internal auditor on Friday – asked whether he could give the auditor personal details of all trustees (contact details and addresses) - for a money laundering check. Concerns were raised about personal information being shared. BT explained what the auditor would do with the information. It was agreed that DC would seek more clarification and if acceptable, trustees would give consent via email.</p>	DC
9.	<p><b>Finance and General Purposes Committee</b></p> <p>BT said that it had been a strong financial year. The reserve had increased, and BT explained some of the reasons behind this. BT added as a committee it was recognised that the reserves would be spent for capital projects and school improvements; the CEO and DCEO had been tasked with drawing up a feasibility study of how the reserves would be best spent. FW asked for the overall figure of the conditions survey - CN said it was in excess of 3 million, adding the breakdown of the 4 categories (A-D). It was added that the CIF bids, if successful would go towards some of these improvements. KE asked if there was any capacity about using some of the reserve in future ecological proofing the schools such as insulation and solar</p>	

9.1	<p>panels – there was a discussion about solar funding. It was confirmed that as a trust, ecological options were being considered and, in some areas, implemented such as LED lights across the trust. PW said that decisions on spending the reserves must be made immediately - the CEO said that one school could go ahead with applying for planning permission. It was noted that reserves were needed for unforeseen financial issues. BT reported that the pay rises (both teachers and NJC) had been finalised - in line with government pay scales. The trustees agreed to the pay scales. DC asked about the funding of the new pay scales – it was confirmed that these were included in the budget and that it had been set on a worst case scenario - no government funding. DC asked for a more recent directors’ dashboard – BT explained that it had changed to add more information however was also now more comprehensive. The CEO updated the trustees on Diptford – quotes had been received but we were still awaiting the decisions of the Urgent Capital Funding and Schools Rebuilding Programme. These were being chased every day.. The Terms of Reference was unanimously agreed</p>	
10.	<p><b>Remuneration Committee</b> The Chair explained that the committee had considered which staff were eligible for a pay award. The Chair outlined some of the discussions and outcomes. Part II was taken DC noticed that it had been a long meeting. The Chair said that this was discussed within the meeting and in future meetings only pivotal pay rises would be discussed at committee level. The Chair added that though the NGA review made suggestions around the Terms of Reference for this committee, it was discussed and agreed that they would remain largely the same apart from some minor changes (tracked changes on TOR circulated before the meeting) as the meetings provided a useful sounding board for the CEO. The committee would however try to maintain an appropriate balance between strategic and operational matters, with operational matters only under discussion where they inform strategic decision making. – the Board unanimously agreed the TOR.</p>	
10.1		
11.	<p><b>Standards and Curriculum Committee</b> KE updated the trustees of the meeting and made the additional points:-</p> <ul style="list-style-type: none"> <li>• there was a new agenda cycle format to address all the statutory themes following the improvement plan</li> <li>• A Matters Arising tracker had been developed to cut down time spent in meetings on previous meeting matters. Papers for the meeting would be circulated before so trustees could just raise questions rather than spending a long time discussing.</li> <li>• Staff were being invited to give presentations on data to help trustees to evaluate the standards across the trust</li> <li>• Disadvantaged pupils was the focus this year</li> </ul> <p>KE confirmed that the Terms of Reference would be reviewed at the next meeting.</p>	GP
12.	<p><b>Governance</b> No changes within the governance structure.</p>	
12.1	<p>Essential Trustee Programme - It was noted that the recording of 2nd session was not available yet. The Chair said that she found them useful. It was agreed to add the charitable purpose to the governors’ handbook. The trustees discussed how to utilise the learning and the questions raised from the training. The trustees discussed the latest session around ‘civic duty’ and it was noted that over the trust there needed to be a way of understanding what individual schools do. It was agreed that a separate discussion would be had outside the meeting. In the meantime, the CEO agreed to ask the Academy Heads.</p>	GS  Chair/ CEO
12.2	<p>All the trustees confirmed that they had completed the Keeping Children Safe in Education training programme.</p>	
12.3	<p>The update of the Academy Trust Handbook was circulated before the meeting. It was noted that there were no significant updates.</p>	
13.	<p><b>Safeguarding</b></p>	

	The CEO said there were no issues to report. GS reported that he was part way through a cyber safety course. Strategic safeguarding training for trustees was still being considered.	
14.	<b>Health and Safety</b> The CEO said there were no issues to report.	
15.	<b>Policies for Approval</b> The Chair explained that the NGA review had indicated that not all policies needed to be approved by the Board; they could remain at committee level. She informed the trustees that herself, CEO and GP were working on the policy schedule to split out which policies needed to go to the Board and also to distribute policies more 'fairly' over the year. This would be circulated for trustee approval once completed.	GP
15.2		
15.3	Fundraising Policy - CN asked about outsourcing fundraising. The CEO said that historically this was done by a staff member. It was agreed to discuss this further at the next F&GP meeting. The policy was unanimously agreed.	
15.4	Pay Policy – The policy was unanimously agreed.	
15.5	Draft Admissions Policies 2024 – 2025 – It was explained that these policies were prepared by the LA as they had delegated admissions authority - updated as necessary by HR – reviewed by Admissions Committee - returned to LA for general consultation – before finally being approved by the Admissions Committee in February.	
16.	<b>Term Dates 2023-2024</b> Following a question from CN – the CEO confirmed that they were in line with Devon term dates. CEO explained the rationale behind the dates of the non-pupil days. The board unanimously agreed the term dates 2023-2024 for all the schools.	
17.	<b>Evaluation of governance impact</b> The Trustees considered the question posed ' <i>What proportion of board time was spent on financial performance management versus other matters of strategic importance.</i> ' The Trustees recognised that finance had been discussed a lot throughout the meeting however felt that most discussions had a financial implication. BT asked if it would be possible to provide a link to a document on each agenda to ensure that trustees picked up the right document each time. The GP will look into this and would provide hyperlinks going forward. KE asked whether it would save meeting time if questions raised before the meeting were shared on Sharepoint and if they were answered (though not expected), this was shared as well. The Chair said that this had been tried previously and felt it was a good idea and the board should aim to continue to do this GP agreed to add a question proforma on Sharepoint before each meeting. It was noted however that trustees would like further training on Sharepoint.	GP  Trustees

#### Dates of next meeting

##### 17th July 2023 (AGM) 6.00pm

To be held in person at Landscope School Hall. The option of online participation is not permitted at the AGM.

*It was noted that as agreed the formal AGM would be moved to a date in January – date still to be confirmed – and the meeting on 17<sup>th</sup> July would be a review of the year.*

#### Meeting dates 2022/2023

10 October 2022

5 December 2022

6 February 2023

22 May 2023

10 July 2023

