



MINUTES of the BOARD MEETING

9 October 2018, 1.00PM at Tolvaddon Business Park

Part A Public

Item	Subject	
	<p>Trustees present: Karen Bond (KB) – Chair Tom Briant-Evans (TBE) Mike Hosking (MH) Nick Lake (NL) John Whetter (JW)</p> <p><i>Also present:</i> Jeremy Alder (JA) – Trust Secretary Mike England (ME) – Finance Director Steve Eva (SE) – Premises Manager <i>item 7.1 only</i> Simon Hague (SE) – CEO Tamsin Lamb (TL) – School Improvement Officer</p>	
1	Apologies Keith Tipler (KT)	
2	Conflicts of Interest	
2.1	No additional declarations of interest were made. JA thanked Trustees for completing their annual declaration form.	
3	Previous minutes of the 10 July were accepted as an accurate record.	
4	Matters arising / Action Tracker	
4.1	JA explained the thinking behind changes made to the action tracker including unique ID number for each action and separating out clerk-related tasks from whole Board responsibilities.	
4.2	17.01 Email accounts KB reminded Trustees they should in future only use their Trust email account for governance business.	ALL
4.3	17.03 Exclusivity agreement. Agreed to defer to next meeting.	
4.4	17.05 External safeguarding review. SH reported the Trust is waiting for the return of a second quote.	
4.5	17.07 Changes to Articles. Members have confirmed they would support requesting the DfE's permission to amend the articles. TBE shared news of specific areas where the DfE may update their guidance and the potential to include some of these at the same time was noted.	

4.6	8.2 Safeguarding. KB has met with Chair of Pencoyls LGB to review role of LGB Safeguarding governor in light of other changes being made.	
5	MAT Development Plan	
5.1	SH took Trustees through the three priorities of the new Development Plan. 1. Pupil Outcomes – further develop systems of monitoring and support to ensure the continued improvement in key outcomes for pupils. Heads met in the summer to identify common themes but 121 meetings at the start of this term gave a much better picture with more focused priorities. TL explained how the new SIP programme now identifies 5-6 key lines of enquiry for each school. There was significant overlap between these and this too is reflected in the whole Trust plan. The network group will focus on these and the Trust will also take the same focused approach as worked successfully for phonics and early years last year. SH confirmed there will be a more rigorous approach to ensuring teacher's own appraisal targets reflect those for the school and the Trust as a whole. <i>Trustees asked if the recent changes to the scheme of delegation are assisting with this approach?</i> SH confirmed this is working well but the process can improve further next year. <i>Trustees asked if the Heads are behind this approach? Yes.</i>	
5.2	TL reported the first visit by the new external SIP partner was last week at Illogan and very helpful – including for the peer partners who also attended. <i>Trustees asked how the SIP partner could work with governance?</i> TL suggested that working with the LGB Chairs group later in the year would make sense. Trustees felt a report to the Board might also be helpful.	TL/JA
5.3	2. Organisation - Develop and improve the MATs operational effectiveness and sustainability. Focus is looking to find better ways of delivering day to day operations. SH identified a lack of capacity for managing HR 'strategically' as a potential risk as he is covering much of the work himself. TBE commented that trusts of a comparable size usually have a dedicated HR person. <i>Trustees recognized this would be a significant additional cost but asked if this might help produce other savings?</i> SH felt this was possible. He reported he is meeting with the RSC shortly to discuss growth and this would bring additional funding to meet the extra costs. <i>Trustees also noted any decision on this should be widened to look at capacity overall.</i>	
5.4	3. Culture – curriculum enhancement / responding to workforce engagement survey. SH explained he is planning to spend more time within schools and build on the growing desire from staff and schools to be part of something bigger. Last workforce survey was 2016.	
5.5	Governance section. KB asked all Trustees to send her any thoughts on what should be included. MH volunteered to join a working group to complete this.	ALL
6	Staffing / HR	
6.1/3	Confidential items	
6.4	Pay award figures.	

	<p>ME reminded Trustees each school built in a contingency amount of c.1.5% for this when budgets were set. Trend is for costs to increase but no increase in income so Heads need to become more cost conscious.</p> <p>SH added it is good practice for each school to strategically review their staffing requirements.</p> <p>Agreed SH will take a proposal to consultation with staff and be able to report back to December Board.</p>	SH
6.5	<p>Staff appraisal policy</p> <p><i>Trustees asked if LGBs are involved in follow-up monitoring visits?</i></p> <p>SH confirmed Heads are asked to invite a governor to attend their review.</p> <p>Policy approved.</p>	
7	Finance	
7.1	<p>Insurance</p> <p>SE summarized the current position and confirmed that our insurer provided a revised offer after the Trust evidenced the processes in place.</p> <p>SE confirmed the cover now includes governance roles.</p> <p>Trustees approved the 3 year package option.</p>	
7.2	<p>ESFA letter</p> <p>ME highlighted the Related Party transactions. Trust will check all transactions above £20K to see if there are any potential transactions.</p>	ME
7.3	<p>Trustees report for accounts.</p> <p>19 October is the revised deadline agreed with Bishop Fleming to supply our draft report.</p>	
8	Policy ratification procedures	
8.1	<p>SH explained he was keen to come up with a streamlined process for managing all aspects of trust policies including how governance should be involved.</p> <p>A variety of aspects were discussed including:</p> <ul style="list-style-type: none"> • Any role for Lead Trustees? • Greater use of email to approve documents • Clarity over how much governance needed to be involved with policies • Recognizing the difference between policy and procedure • Ensuring significant changes are highlighted when new versions drafted <p>SH was asked to bring a proposal back to Trustees to reflect all of the above.</p>	SH
9	Dual roles / Conflicts of Interest	
9.1	<p>KB reminded Trustees that when the MAT was created it was decided to fill all the governance roles from within the existing schools and governing bodies which in turn led to several people holding two or more roles within the Trust.</p> <p>KB proposed that it was time for this to be reviewed in light of practical experience and a better understanding of the need to manage conflicts of interest and loyalty.</p> <p>TBE pointed out the DfE's preferred model prefers full separation of roles.</p> <p>JW and NL both stated that personally they had no problem maintaining a separation between their roles when it came to decision making and participation at meetings. However they accepted that how others may perceive any dual roles needed to be taken into account.</p>	
9.2	<p>Trustees agreed that it was difficult to discuss this without taking into account the current size of the Board.</p> <p>Following actions were agreed:</p> <ol style="list-style-type: none"> 1. Governance section of Development Plan to include actions and timetable to address this issue – but also identify and mitigate the risks 	

	<p>2. Continuing with dual role of Trustee and Chair of an LGB to be reviewed as a priority</p> <p>3. Review involvement of central team members in governance</p>	
10	Governance	
10.1	<p>Chair / Vice Chair election – procedure and timetable.</p> <p>Proposal and timetable agreed.</p>	JA
10.2	<p>Chair of Chair Trustee role.</p> <p>KB explained it was time to review the approach taken when the Trust started. The meeting discussed the briefing paper and the following points were raised:</p> <ul style="list-style-type: none"> • Chairs group is a very useful forum • DfE do not like this dual role as it ‘blurs the lines’ and introduces more potential for conflicts of interest / loyalty • Original decision was part of a desire to involve all parts of the organisation – eg CEO and SIP became Trustees too <p>Trustees agreed to remove the role as part of a plan to have clearer separation of roles across the Trust; but review the membership of the postholder in the context of capacity and future recruitment.</p> <p>KB will need to communicate this change before the next LGB Chairs meeting on 27 November.</p>	KB
10.3	<p>LGB Terms of Reference</p> <p>One further amendment was agreed – exclude central team employees from being a member of any Trust LGB.</p>	JA
10.4	<p>KB reported on the LGB Chair / Vice Chair appointments she has ratified on the Board’s behalf.</p>	
10.5	Confidential item	
10.6	<p>Meeting agendas / Board planner / Trustee roles.</p> <p>Date for an additional Board meeting was agreed – 19 November.</p> <p>Following ‘Lead’ Trustee roles were agreed:</p> <p>NL – Finance, Health & Safety</p> <p>JW – School improvement, including PP/SEN.</p> <p>TBE – GDPR</p> <p>KB – Safeguarding</p> <p>Query was raised as to whether plan priorities eg culture should also be assigned? The need and benefits of lead trustees keeping in regular communication with the relevant officer was agreed.</p> <p>ME and SH shared their thoughts on how this approach would work in relation to finance.</p> <p>Board planner.</p> <p>JA develop this further in consultation with KB and SH.</p>	<p>ALL</p> <p>JA</p>
10.7	<p>Training.</p> <p>MH registered for the Chair’s training.</p> <p>KB completed Safer Recruitment training.</p> <p>SH booked on CEO training.</p>	
11	AOB	
11.1	<p>Illogan – extra INSET day. TL explained it has been discovered that the new Maths Mastery has been introduced without the proper training and this is having a significant impact on children’s learning.</p>	

	Request to take a 7 th day for INSET was approved.	SH
12	Items for next agenda	
12.1	SIP report. Finance.	
13/14	Confidential items	
	Dates of next meetings: 19 November 11 December	
	Meeting finished at 5.31	

Signed	Date
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