

## MINUTES of the BOARD MEETING

3 March 2025, 11 a.m.

Item	Subject	Action
	<p><b>Trustees present:</b> V = virtual attendance</p> <p>Matt Brierley (MB)</p> <p>Karen Brokenshire (KB)</p> <p>Amy Claridge (AC) V</p> <p>Rob Gasson (RG) V</p> <p>Karen Harris (KH) V</p> <p>Mike Hosking (MH) – Chair</p> <p>Nick Lake (NL) V</p> <p>Deborah Richards (DR) V</p> <p>Ross Schreiber (RS) V</p> <p>Peter Sheppard (PS)</p> <p><i>Also present:</i></p> <p>Jem Alder (JA) – Trust Governance Lead V</p> <p>Simon Hague (SE) – CEO</p> <p>Rachel Jewell (RJ) – Strategic Planning Manager</p> <p>Tamsin Lamb (TL) – Director of Education</p> <p>Sean Pinhay (SP) – Chief Finance and Operations Officer [CFOO]</p> <p>Vanessa Schreiber (VS) – Executive PA</p>	
1	<b>Apologies</b> Jess Hutchings (JH) – Governance Co-ordinator.	
2	<b>Conflicts of Interest:</b> JH decided not to attend due to her governance role with Marazion School. No other additional conflicts were declared.	
3	<b>Marazion School joining the Trust</b>	
3.1	<b>Due Diligence update</b>	
3.1.1	<p>SH confirmed that the report issued for this meeting is the same one shared in October when Trustees agreed there was a low level of risk apart from their budget deficit situation. SP reported that the latest projection has seen this projected deficit reduce by £17K to £138K. Trust will not be able to make many changes to this position prior to our next financial year when we will apply our existing budget setting process and KPIs. Deficit will be converted into a loan which needs to be paid back to the DfE over three years – commencing 1 September 2025.</p> <p>SP confirmed that he has projected that in year savings are achievable for the school – including the loan payback. For example they have multiple SLAs from the local authority – we can expect to save a 5 figure sum here as most of these are covered by the shared services team or existing contracts.</p>	
3.1.2	<p>Trustee questions.</p> <p><i>Q: Can school improvement be maintained if staffing budget is reduced?</i></p> <p>Too soon to say until next year's staffing structure is agreed.</p> <p><i>Q: What about existing contracts?</i></p>	

Item	Subject	Action
	<p>The Commercial Transfer Agreement (CTA) is the formal acknowledgement of these – c.40 will transfer. Will need to run with some as not worth leaving them early – but where we can we will terminate or transfer asap.</p> <p>Biggest is the catering contract which is relatively new and with a different supplier. Potentially will run for upto another 2.5 years but it will allow us to assess someone different in the meantime</p> <p><i>Q: Do any outstanding claims transfer to us?</i></p> <p>They would but we have asked the question which they are required to respond to and they are not aware of any.</p> <p><i>Q: Has the LA done anything about the deficit?</i></p> <p>No – not at all. SP is in communication with them about what they have allowed to happen. Aware this scenario is repeated elsewhere.</p> <p><i>Q: Any concerns around pensions?</i></p> <p>No – both teachers and support staff in same schemes. School is too small to warrant the LA carrying out a review of contributions – next is due later this year anyway.</p>	
3.1.3	<p>Building conditions.</p> <p><i>Q: Do we have all the necessary guarantees on documentation about previous building works?</i></p> <p>We have what is available and are happy with what we have received.</p> <p><i>Q: Original report included multiple references to parts being 'life expired' – should we be concerned?</i></p> <p>Trust Premises Manager feels in most cases better than majority of our existing schools – we have no concerns here. It was noted this is standard terminology but doesn't automatically there is anything wrong with it.</p> <p><i>Q: So should we regard that report as out of date?</i></p> <p>Superseded – our advice to Trustees is we have not identified any concerns greater than our other schools.</p>	
3.1.4	<p>Land transfer / playing field.</p> <p>The Playing Field Association runs this and has a verbal agreement with the school and Mousehole football club. Trustees noted the letter from legal advisers and that all parties are willing for us to proceed – including the DfE.</p> <p>Agreed it would be prudent to have a Memorandum of understanding arranged and for this to be in place by the start of the new academic year.</p>	SH
3.1.5	<p>Equalities Impact Assessment discussion.</p> <p>Paper was issued on the morning of the meeting.</p> <p>SH explained the importance of evidencing the Trust has completed an assessment and summarised the areas covered.</p> <p>He highlighted that both organisations have compliant policies regarding Equalities legislation – which added to Crofty's strong culture around equalities made him confident there will be no significant impact on either party.</p> <p>Trustees confirmed their agreement.</p>	
<b>3.2</b>	<p><b>Legal documents and guidance notes</b></p> <p>Three documents need to be signed after the meeting:</p> <ul style="list-style-type: none"> <li>• Supplementary Funding Agreement (SFA)</li> <li>• Commercial Transfer Agreement (CTA)</li> </ul>	

Item	Subject	Action
	<ul style="list-style-type: none"> <li>Land Registry Transfer (LTA)</li> </ul> <p><i>Q: LTA does not include a plan?</i></p> <p>Land is in two different parcels. SP confirmed this has been checked and agreed.</p> <p>It was noted the LTA only mentions one piece of land – SP will check with legal if this is as expected.</p> <p>Trustees confirmed they were happy for the transfer documents to be signed subject to the response to earlier query.</p>	
<b>3.3</b>	<p><b>Governance arrangements</b></p> <p>JA confirmed the current governors will all transfer to become a new Local Governance Committee with identical Terms of Reference to all our existing schools.</p> <p>To be decided if a bespoke induction session will be helpful.</p>	
<b>3.4</b>	<p><b>Decision</b></p> <p>Trustees confirmed their agreement to Marazion School joining the Trust.</p>	
<b>4</b>	<b>Penpol update</b>	
4.1	<p>Due Diligence update.</p> <ul style="list-style-type: none"> <li>Final piece of evidence received just this morning – independent building survey</li> <li>Will complete comprehensive report similar to that for Marazion</li> <li>Will include risk rating for each section</li> <li>Slightly below PAN – this is in line with our larger schools</li> <li>Well resourced with ICT – but use AppleMacs</li> <li>No budget deficit but no reserves either</li> <li>Will run as a school which creates a surplus as several opportunities to make savings – notably staffing</li> <li>Historical Ofsted grade of Outstanding – but self-assessment suggests they are a secure Good with some very well developed areas and may bring some capacity to the trust</li> <li>Ofsted due before end of this academic year – will be helpful for the Trust if that timetable is kept to</li> </ul> <p>Greatest risk is Estates but new survey is re-assuring compared to our earlier assessment.</p> <p>Confident we can create a five year programme of works to address most issues.</p>	
4.2	<p>Next steps.</p> <ul style="list-style-type: none"> <li>Penpol formally applying to convert this week</li> <li>We will need to arrange an additional Board meeting so Trustees can confirm to the RDD they wish to proceed – their deadline is 17 March</li> <li>Potentially 1<sup>st</sup> October before they would transfer</li> </ul>	