Full Trustee Board – Part I Minutes							
Date/Time	27:03:18 4.00pm		Location		Okehampton Skills Centre		
Attendees	**Initials**			**Attendees**	**Initials**		
Marilyn Livingstone (left 6.47pm)	ML	Tania Skeaping	TS	Ian Courtney (arrived 5.03pm)	IC	Daryll Chapman	DC
John Lawlor	JL	Amanda French (arrived 5.11pm)	AF	Lee Rose	LR	Carol Newman (left 6.47pm)	CN

Apologies	Initials	Reason
Philip Sanders	PS	Other commitment
Rebecca Ledger	RL	Unspecified
Ralph Crook	RC	Business

ACTIONS
DECISIONS
QUESTIONS AND CHALLENGES

In Attendance	Initials	
Jocelyn Sumner	JS	Member
Christina Mabin	CM	Member
Hazel Fox	HF	Vice CEO
Susanne Kiff	SK	Chief Financial Officer
Sally Wood	SW	Governance Manager

Minutes to
Attendees
Apologies

22 - Apologies

- Apologies were accepted from PS, RC and RL. IC and AF will arrive in due course. Ian Luke (Member) and Kevin Wilson (Member) has also sent apologies. AP was also absent.
- Introductions were done by everyone present at the meeting.

Signature of Chair

23 – Declaration of Interest
 • All Trustees / Members/ individuals present were reminded to declare any conflict of interest that may arise during the meeting.

24 – Agree and Sign off Previous Minutes
 • Part I and Part II minutes from the Full Trustees meeting held on 06:02:18 and 20:02:18 were agreed and signed by LR

25 - Matters Arising

• Trustees noted the MAT Finance Policy was an ongoing action. SK updated Trustees that Audit had used the Policy during the recent audit they had undertaken. SK is awaiting the written report to make any final changes before this Policy will be tabled for consideration by Trustees. Trustees asked if all Schools had been audited. SK responded Okehampton College, Okehampton Primary, North Tawton, South Tawton, Chagford and Holsworthy Community College. • SK updated Trustees that the financial analysis was dependant on one school returning their data. Trustees asked which schools had not returned the information SK responded Okehampton College and the Dartmoor Federation schools, but they had been in contact with SK, the delay was due to annual leave and the information should be provided by the end of this week

Action:	**SK** to finalise revisions of MAT Finance Policy **SK** to provide financial analysis data

26 – Matters Brought Forward at the Direction of the Chair

• Trustees were advised that CN had resigned as a Trustee and will leave at the end of the academic year. Trustees thanked CN for her time so far and for the clarity and thinking she had bought to the Trust Board. • LR advised Trustees that their Trustee emails should be used for all MAT correspondence as of tomorrow now that all were able to access these. • IC to write to 17 successful NQTs across the Trust

Action:	**IC** to write to 17 successful NQTs across the Trust

Signature of Chair

27 – Trustee Board

27.1 Budget Approval
- Due to short timescales, Trustees had agreed the proposed budgets that were circulated on 02:03:18 by email. For formal recording purposes, the budgets were proposed, seconded and all were in favour of them being agreed and submitted.

27.2 Appointment of Accounting Officer
- It was noted that DC has been appointed as the Accounting Officer for Dartmoor Multi Academy Trust.

27.3 Risk Management System
- SK provided Trustees with an update from a written report from AP
- AP had researched software systems with options for multiple users. He had decided to delay the purchase of these until after the data mapping necessary for GDPR. This involves significant work for the same individuals in the schools.
- AP had decided that the risk register in place will suffice until GDPR was up and running.

Trustees asked if that would be a duplication of effort
SK responded that AP felt this was about priorities and GDPR needs to be the first priority as the Trust has a form of system in place to manage risk right now.

Trustees asked about the current risk register
SK responded this was on a spreadsheet. SW to upload the most recent version to the Trustee secure area. SK to forward to SW.

Trustees asked about receiving notifications from the secure site as and when documents were uploaded
SW to investigate this.

- Trustees noted comments from AP on reclassified risks. Governance downgraded as Central Hub LGB was in place. Public profile risk upgraded due to developments at one MAT School. Overall budget risk downgraded, although this remains a risk for the future. Unsuccessful capital fund bids added as Tavistock are waiting a bid outcome for their old, outdated fire alarm system which if unsuccessful, will need addressing.

Trustees asked then the bid decisions are advised
SK responded this was usually the end of March. DC advised the MDIF bid outcome will be announced on Thursday afternoon and some other bid decisions will be made this week.

Trustees expressed concern that replacement of a fire alarm system could be a large amount of money.
SK responded it was £90k for the fire alarm and Tavistock had requested further funding for replacing some windows.

- Trustees noted that typically health & safety bids are successful. DC added that guidance received recently about bomb threats within schools could not be implemented on Tavistock's current fire alarm system

Trustees asked if that was the only school in the MAT with a system so outdated

DC responded yes, but the condition of the system was known before conversion.

27.4 GDPR
- SK updated Trustees from a written report from AP.
- AP has undertaken some work talking to other Schools about what they are doing for a DPO and GDPR. AP is looking at buying in a DPO service and using software to manage the software the MAT uses that contains data. Audit West and Babcock both provide a GDPR / DPO service. It was AP's intention an external provider would do this for 12 months with AP shadowing the role and then he would become the DPO for the MAT
- SK added that any software containing personal information has to be compliant with GDPR. The software that AP was looking at would provide confirmation whether the systems in use were compliant

Trustees asked if older systems would be compliant.

DC responded that all systems have to become compliant and the MAT has to monitor that, some systems will have already been checked out. DC added this needed to be flagged as a red risk as the work carried out so far means the Trust is not where it needs to be and the schools do not have the information they need to proceed with this.

Trustees asked the deadline for implementation of GDPR

SK responded this was 26:05:18

Trustees asked who was working during the Easter break to progress this

SK responded that she was working the second week and AP the first. There is a significant amount of work needed to go out to the schools and gather information.

Trustees asked who would be gathering the information

SK responded that Business Managers will be. Templates needed to be sent to schools, privacy notices needed to be issued to schools and pupils and these have not gone out yet. Schools are chasing for the information.

Trustees queried that schools were chasing for information

DC responded that they were asking questions. Okehampton College has received general GDPR awareness training and there is more training on 16:04:18 if Trustees wish to attend. Invites went to schools and they were offered the opportunity to send as may staff as they wished. The DPO cannot be in the IT function of the schools. DC reiterated again that the Trust is not where it needs to be in terms of GDPR.

Trustees asked what was going to be done

DC responded that GDPR will become a huge risk.

Trustees asked what would happen if AP was absent for a period of time

It was agreed that in terms of getting information to schools, it would be between DC, HF and SK.

- Trustees noted that each school will need their own DPO, someone who leads on GDPR, but the responsible person is the DPO as one person has to be registered as this for the Trust. If the MAT has guidelines for dealing with sensitive data and they are breached, it is the fault of the individual that breached the guidelines.

Trustees asked if GDPR could be a topic for an inset day

DC responded that there was too much variance between inset days in schools to undertake that.

- Trustees noted that Michelmores had confirmed that the COO can be the DPO and that the MAT needed to evidence they were working towards compliance and not simply ignoring GDPR. GDPR to be discussed at the Executive Team meeting tomorrow and a plan of action formed.
- Trustees asked that every site was represented at the awareness training, with at least one attended being the designated person.

Trustees asked that as total compliance at the required date may be an issue, whether there was a list of priorities
It was agreed an action plan was needed with dates on it. Trustees also suggested that AF may be a suitable Trustee to meet with AP.

- Trustees raised concern given the profile of GDPR that organisations providing such a service could name their price. It was noted that Babcock was charging £5k per school, although they were providing a quote for the MAT.

27.5 Pay Review Group – CEO / Vice CEO
- This was agreed as IC, ML and LR.

27.6 Trustee Board Annual Cycle of Business
- Trustees asked for Local Governing Body to be changed to Local Governing Board throughout the document.

Trustees queried if the cycle of business has sufficient coverage of the key dates from an audit point of view
SK confirmed the key dates were on there

Trustees agreed that the cycle would alter as they progressed through the first year of operation and therefore the cycle was proposed, seconded and all were in favour of it being adopted.

27.7 Format of Minutes
- Trustees agreed for these to be considered at the Chairs / Clerks session, but wanted to ensure consistency and the evidence of challenge. Best practice needs to be identified and captured.
- Trustees discussed deadlines being given for people to answer questions that may arise from meetings.

27.8 Format of Agendas
- Trustees agreed for these to be considered at the Chairs / Clerks session

Action:	SK to send updated risk register to SW
	SW to upload updated risk register to the secure area.
	SW to investigate notifications from the secure area.
	SW to agenda minute and agenda format for the Chairs / Clerk session
	DC / HF / SK to discuss GDPR at the Executive Team meeting on 28:03:18 and form a plan of action

28 – Reports

28.1 Proposed Professional Development Framework for Dartmoor MAT
This item will be on the agenda for the next Full Trustee meeting to be held on 23:05:18

28.2/ 28.3 CEO / VICE CEO Report
- Trustees noted that DC and HF will provide one written report and one verbal report per term alternating with the CFO and COO.

Signature of Chair

Trustees queried the quote 'earned autonomy is a car crash waiting to happen' and asked where that had come from.
DC responded that there had been research into successful MATs and every meeting he attended, raised this as an issue. It had also been said at a CEO induction meeting as well as from the RSC and Sir David Carter. Successful MATs have standardisation of practice.

- Trustees stated that they thought the report was good and they liked the inclusion of the national agenda and thanked DC / HF for the report.

Trustees asked for DC / HF to include in future reports which schools they had visited.
DC confirmed this would be done, but also confirmed both he and HF were trying to get around and be seen. Both DC and HF had visited Tavistock and sat down with staff to gauge the current feeling, they had also been involved in a lot of recruitment. It was acknowledged some thought needed to be given as to how those visits were documented.

- Trustees accepted everything was still very new and there were some big issues to deal with. The more that DC and HF get around, more issues arise. HF added that LGBs needed to be functioning well so that they could hold the schools to account.
- DC stated that the MAT was 9 weeks old and listed the Headteachers / Head of Schools who had between 2.5 years' experience down to a few months and highlighted that there were a lot of people new to roles. DC added that once that structure and systems were in place, he and HF could ease into the coaching side.
- Trustees noted that it hadn't just been firefighting during this time and some great progress had been made.

Trustees asked if there were any updates since the report had been written
DC advised that numbers for schools had been included and one further item to be discussed under 31.6

IC arrived 5.03pm

28.4 Standardisation, alignment and autonomy
- Trustees noted that when Communities Academies Trust (CAT) had visited they had challenged the Executive Leadership group on their thinking regarding this.
- HF clarified that standardisation was the non negotiables, alignment was schools using best practice or a MAT produced document for use if it suited them and autonomy was the things that were crucial to a schools' identify, keeping the unique selling point (USP) for each School.
- Trustees noted that an exercise had been carried out with the Executive Head group and it had been surprising how much standardisation was identified.
- Trustees carried out the same exercise with a few examples and the result was the same with the majority of items being placed in standardisation.
- Trustees noted that work had continued now following the exercise with the Executive Head group and people have started to prioritise areas.
- Trustees noted this was a window of opportunity and that it was anticipated by the end of the summer term, there would be more flesh on the strategic plan.

Trustees asked who was setting the standards
HF responded that working parties had been set up, for example the group looking at the acceptable user policy was an IT strategic group containing representatives from each cluster who would report back to the Executive Head group

AF arrived 5.11pm

- Trustees revisited item 27.4 and provided AF with an update on discussions so far and asked for her opinion. AF advised that unless data was leaked, there is no issue and suggested that quick wins were considered. Consent forms were an issue if not up to date. The first step was the mapping process. It was agreed that AF would meet with AP.
- IC advised he had been copied into an email from CalQRisk advising they also provided a GDPR service as well. AP's written report advised that CalQRisk had been put on hold. SK wasn't aware of the communication from CalQRisk.

28.5 CFO Report

- Trustees noted that budgets had been submitted to the ESFA and there had been nothing in response to date
- SK updated that the FMGS visit all went according to plan.
- SK has visited most schools with the exception of the Dartmoor Federation primary schools, but had met with the admins on a couple of occasions.
- Two MAT Finance Admin individuals were due to commence work after Easter.
- Trustees also noted that SK would be starting work with Great Torrington School and a service level agreement would be put in place for SK to become their named CFO.
- Trustees were advised that significant issues had been uncovered with PSFinancials. Out of the three systems purchased with them, accounting and PSPeople were working fine, but the budgeting system was operating on an unstable platform and was not reliable. There was no assurances at this time when this would be resolved and is likely to be a significant period of time. This is now a busy budgeting time and another return was due to the ESFA by the end of May.
- SK had advised PSFinancials that the MAT will seek an alternative provider. SK is also wishing to do the same with the HR system given that PSPeople will not feed into another budgeting system and therefore a lot of time had been wasted on training and inputting data,

Trustees asked if it was worth waiting for the system to be functional
SK responded the timescale given was it wouldn't be a year, but no definite date was available,

Trustees asked whether others were having issues given that they were a national provider
SK responded she hadn't spoken to other schools.

Trustees asked who the other providers were that had been invited prior to the MAT forming
SK responded Sage and Civica. SK added that time was not on her side and a budgeting solution was needed. For HR purposes, the schools could carry on with SIMS for now.

- SK suggested to Trustees that she worked with Alan King over Easter and got HCSS or Orovia in but she was not clear how they reported on a MAT level.

Trustees asked about what had been paid already and refunds
SK responded that the budgeting software was £20k, she was unsure on PSPeople

- Trustees stated that compensation should be given on top of the £20k refund. Trustees raised concern about cash flow / viability of the organisation if many schools were experiencing these issues.
- Trustees were asked for permission for purchase another service, however there would not be time to consult with people within the MAT given the timeframe now.

Trustees asked if there was a monthly draw down for the system

SK responded the license and annual subscription had been paid

- Trustees proposed, seconded and all were in favour of SK purchasing another system.

28.6 COO Report
- No report was given due to AP's absence

Action:	AF to meet with AP regarding GDPR
	SK to proceed with alternative budgeting system

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29 – Trustee Committees

29.1 Minutes
- There were no specific items to be raised from the Trustee Committee minutes
- Trustees noted that the Ethos Committee did not meet this half term due to questionnaire timings being out of sync with the meeting date.

29.2 / 29.3 / 29.4 Ethos Terms of Reference / Audit Terms of Reference / Trustee Committee Terms of Reference
- SW to add quorum in Ethos Committee terms of reference and the MAT vision to be included in the School Improvement terms of reference.
- Trustees were happy with all proposed changes and subsequently proposed, seconded and all were in favour of the Trustee Committee terms of reference being adopted.

Action:	SW to make the changes to the terms of reference.

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30 – Policies / Documents

30.1 Scheme of Delegation
- Trustees agreed the use of term Executive Headteacher throughout the Scheme of Delegation.
- North East Dartmoor / Central Hub is not the final name for this Cluster and this will be decided at the first meeting of the LGB.
- Trustees agreed all the proposed changes to the Scheme of Delegation

30.2 Trustees / Governors Expenses Policy
- Trustees discussed the proposed policy and how there may be a 'don't claim culture'
- Trustees were keen to ensure that Trustees / Governors felt able to claim for expenses given that visiting other cluster LGBs was being encouraged.
- Trustees noted that the policy stated that IC would sign off the claims for Trustees and LGB Chairs would sign off LGB Governor claims.
- IC will brief Chairs at the Chairs / Clerk meeting.
- Trustees agreed to remove the last line of the policy under approved duties to encourage visits within the Trust.
- The policy was proposed, seconded and all were in favour of it being adopted.

Signature of Chair

30.3 Risk Policy

Trustees asked how the risk policy was being implemented within the schools and who was completing the risk registers. It was clarified that Business Managers would be doing this.

Trustees asked who that information would feed into within the MAT

This was confirmed as the COO.

- Trustees discussed a system where the COO would look at risk and report to the Board by exception. Green risks are not a concern unless there is complacency present.
- Trustees agreed to keep this under close review with each Committee looking at risk

Trustees asked whether there was confidence that risks were being included in the register

The response was that this register was an interim system for now, but the key thing was that AP was responsible for this and each Committee needed to challenge risk.

- Trustees proposed, seconded and all were in favour of adopting the policy.

30.4 Conflict of Interest Policy

- Trustees discussed whether it was a conflict of interest for them to sit on LGBs as a Governor and as a Trustee.
- Trustees felt this wasn't due to the LGB effectively being a subcommittee of the MAT and it was about working collaboratively within the MAT.
- The discussion covered whether it would be difficult to challenge Trustees or the LGB if a Trustee was a LGB Governor and also considered clusters where a Trustee may not be on the LGB.
- CM gave Trustees an overview that it was good to have the links, but when vacancies have occurred in other MATs, Trustees have been replaced by individuals who have no attachment to a specific cluster.
- Trustees were keen not to be seen as remote.
- Trustees discussed that a Trustee / LGB Governor may find it difficult to challenge themselves, but felt this was a similar scenario to a voting Headteacher.
- Trustees also discussed the availability of people within the locations and the challenges at times of appointing individuals with the necessary skills required.
- Trustees proposed, seconded and all were in favour of the policy being adopted with guidance that Trustees should not be Chairs and that the policy will be reviewed in January 2019.

30.5 Code of Conduct – Trustees / Governors

- CM raised that the Code of Conduct didn't include Trustees and it was agreed it was sensible to have one. CM to send a copy to IC.
- Trustees proposed, seconded and all were in favour of the code of conduct being agreed for all Trustees and LGB Governors to sign.

30.6 Provider Access Policy

- Trustees proposed, seconded and all were in favour of this policy being adopted. SW to distribute policy to secondary schools for them to fill in the school specific sections / place on their websites.

30.7 Policies to be Delegated to Committees

- Trustees agreed that responsibilities for the following would be delegated as:
  Business Continuity Plan – Audit
  Investment Policy – Resources

	Asset register – Resources
	• The Audit Committee will agree the asset register and the investment policy in the first instance due to FMGS deadlines.
Action:	**SW** to make amendments to the Scheme of Delegation
	SW to distribute Code of Conduct to LGB Clerks for Governors to sign
	SW to prepare a draft Code of Conduct for Members
	SW to distribute Provider Access Policy to secondary schools

31 – Cluster LGBs

31.1 KPIs
- Trustees noted that work continued on the KPIs and the Executive Head group will take those forward.

31.2 Cluster LGB Annual Cycle of Business
- Trustees proposed, seconded and all were in favour of proceeding with the LGB annual cycle of business for a year and then it would be reviewed.

31.3 Cluster LGB Committee Terms of Reference
- Trustees noted that LGBs had not required terms of reference as they had been satisfied that the Scheme of Delegation covered those.
- It was agreed that LGB Committee meetings would not be closed
- Virements were discussed and it was agreed that budgets would show variance and if virements were used, then there would be an explanation given for that.

Trustees asked about money vired from school to school
SK responded that would show as a recharge

- Trustees agreed to amend a section in the Resources and School Improvement terms of reference to show the overall responsibility sits with Trustees and not the LGB.
- Trustees proposed, seconded and all were in favour of adopting all the LGB Committee terms of reference.

31.4 Approval / Notification of Central Hub LGB
- Trustees noted that the IEB was in place and were ready to hand over to the LGB now that all Governors, including the proposed co-opted Governors had been agreed.

31.5 LGB Minutes
- One concern from the LGB minutes was discussed under item 31.6
- Trustees considered the request from the Holsworthy Area Cluster regarding cross phase representation and agreed to allow Primary / Secondary Headteachers to each have a voting place on the LGB subject to the 1/3 staff ruling.

31.6 Leadership in Clusters
- The meeting moved to Part II

Action:	**SW** to make amendment to LGB Committee terms of reference
	SW to feed back to Holsworthy Area Cluster and Dartmoor Federation regarding Headteacher places on the LGB

Signature of Chair

32 – Risks Identified / Forthcoming Changes

- GDPR
- Part II discussions
- Holsworthy Cluster Primaries - staffing and performance of those primaries

Action:	**AP** to add risks to the risk register

33 – Date of Next Meeting

- Okehampton College – Wednesday 23 May 2018 – 4pm

Action Table from 27:03:2018		
WHO	**WHAT**	**WHEN**
SK	Finalise revisions of MAT Finance Policy	16:03:18
SK	Provide financial analysis data	03:05:18
IC	Write to 17 successful NQTs across the Trust	ASAP
SW	Upload updated risk register to the secure area	DONE
SW	Investigate notifications from the secure area	DONE
SW	Agenda minute and agenda format for the Chairs / Clerk session	DONE
DC / HF / SK	Discuss GDPR at the Executive Team meeting on 28:03:18 and form a plan of action	28:03:18
AF	Meet with AP regarding GDPR	ASAP
SK	Proceed with alternative budgeting system	16:04:18
SW	Make the changes to the terms of reference	DONE
SW	Make amendments to the Scheme of Delegation	DONE
SW	Distribute Code of Conduct to LGB Clerks for Governors to sign	DONE
SW	Prepare a draft Code of Conduct for Members	16:04:18
SW	Distribute Provider Access Policy to secondary schools	DONE
SW	Make amendment to LGB Committee terms of reference	DONE
SW	Feed back to Holsworthy Area Cluster and Dartmoor Federation regarding Headteacher places on the LGB.	DONE
AP	To add risks to the risk register	04:04:18
DC / HF	Action from Part II minutes	29:03:18
DC	Action from Part II minutes	29:03:18

Signature of Chair