

AGM Minutes							
Date/Time	13 <sup>th</sup> February 2020 4.00pm		Location		Okehampton College		
Attendees	Initials			Attendees	Initials		
Jocelyn Sumner	JS	John Searson	JSe	Kevin Wilson	KW	Ian Luke	IL
Ian Courtney	IC						

Apologies	Initials	Reason
John Lawlor	JL	Family Commitment
Jeanette Savage	JS	
Rebecca Ledger	RL	Work Commitment

<b>ACTIONS</b>
<b>DECISIONS</b>
<b>QUESTIONS AND CHALLENGES</b>

In Attendance	Initials	
Susanne Kiff	SK	CFOO
Hazel Fox	HF	Vice CEO
Melissa Trudgill	MT	Governance Manager
Amanda French	AF	Trustee
Tania Skeaping	TS	Trustee
Daryll Chapman	DC	CEO
Ken Watson	KW	Co-Chair of HCC AC
Tim Alexander	TA	Governor Tavistock AC
Philip Sanders	PS	Trustee & Tavistock AC Governor
Jane Dumeresque	JD	Trustee
Graham Briscoe	GB	Trustee
Christopher Wright	CW	Dartmoor Fed AC Governor

Minutes to
Attendees
Apologies

Meeting started at 4.35pm

<b>1 – Notice of this meeting and apologies</b>
<p>MT confirmed apologies had been received from John Lawlor, Jeanette Savage and Rebecca Ledger and these were sanctioned.</p> <p>IC thanked the members for their support during the last year and during his time as Chair of Trustees.</p>
<b>2 – Approve AGM Minutes 2019</b>

Minutes of AGM 2019 on 11<sup>th</sup> February 2019 were approved as a true record and signed by the Chair.

**3 - The receipt and adoption of the report of the Directors and the audited accounts of the Company for the year ended 31 August 2019.**

The Members thanked the Trustees and the Executive Team, for the audited accounts and the report of the Directors. The following points/questions were raised:

- These are the first, full 12 month period and they do not compare with previous reports – it has been a good year financially. It was explained that there had been tight controls in order to build proper reserves. There have been regular checks with the external auditors, Bishop Fleming, to consider whether they were at the right level. It is a careful balance between spend on schools and children and protecting the future of the Trust and it is one which we are conscious of all the time. It was reminded that it was a necessity to keep some reserves for cash flow reasons e.g. we need to ensure that if there was a glitch in banking system, cash flow reserves would be required for paying staff wages. The External Auditor has suggested 1-2-months though there is some debate around this being too high.
- We have asked schools to set balanced budgets and this is harder for some schools than others; there has been an underspend during the year overall. IC confirmed that he could not say that this might be at some detriment to our young people. **Q KW asked on the KPIs page 7 pre-reserves in each school, there is a subtle difference between revenue cost – expenditure items 80% wages; it is interesting to understand what proportion of the costs is teaching salaries?** SK responded that staff costs are 74%. She has only just received the benchmarking data released for MATs within Devon and she can circulate this to members for their information.
- SK reported that there was quite a high staff turnover, with recruitment being difficult in many cases. Particularly with some small schools' this is a complex conundrum and is not easy. There is a reasonable number of applications received but a high staff turnover. It is hard work, with recruitment an issue for the whole of the South West; it is important to be competitive in the marketplace and attractive to job seekers with the offer of flexible working and part-time contracts. How we sell ourselves as a Trust, is an ongoing piece of work.
- **Q JSe appreciated all the detail but asked if there are some clear headlines for standards; it would be more helpful to pull focus areas out of the detail.** The Executive Team highlighted the secondary data, which had been released last week and the improvements made at Holsworthy Community College. One of the priority issues for the Trust is disadvantaged children and SEN. JS, Lead Trustee for SEN, has been undertaking a supportive role for the Trust, working with SENCOs and SEN Lead Governors and utilising her expertise in this area.
- Primary – this shows a similar picture with challenges on PP and disadvantaged children. Although the gaps are closing, they are not narrowing as much as was hoped and there are rapid improvement plans in place for some of the primary schools. JSe understood that it was a challenging time for the Trust and it was beneficial to get a sense of where the priorities are. He added that the South West had the largest gaps for disadvantaged children.
- DC reported that the Trust is following the research led process – quality teaching in the classroom rather than small, separate initiatives, but explained that there was a balance between personalised plans and maximising the performance in the classroom. The priorities are quality teaching and are more of a priority than the standards.
- Comparative data is explored through John Lunn and the Ted Wragg Trust. John Lunn is still commissioned by the teaching school but this input is not needed as much as previously.

**Q IL raised areas in the Trustee report and noted the balanced budget but that student numbers were decreasing and this could be a critical point re the small rural schools.** DC confirmed that a small school working party has just been set up led by TS. The 2 key criteria are: 1) it needs to be financially viable and 2) educationally viable. Some small schools are looking very vulnerable with reducing numbers. Simon Niles, Devon County Council Schools Planning, Pupil Placement and Commissioning Manager is keen to engage with Trusts and Federations to look at the projections and birth data. DC added

that he sits on the School Organisation, Capital and Admissions Board (SOCA) and had asked for a piece of work to be done on spaces in rural and town schools. DMAT is committing to rural schools where it is viable and will need to consider what can we do to maintain? ML added that the numbers are movable and volatile and did not consider it part of a long slow decline.

**DECISION: Members reviewed and approved the Annual Report and Annual Accounts year ended 2019 (previously approved by the Full Trustee Board 19.12.19)**

**Proposed by KW; Seconded by JS.**

#### **4 - Reports from committees and Full Board of Trustees.**

Members thanked Trustees for the Annual Trust Board Report and accompanying committee reports. It was noted that the governance structure was working now without committees (Audit and Ethos Committees were still in place) and therefore Lead Trustees had provided reports for their specialist areas.

The following points were made on the reports:

##### **Trustees report**

- IC explained that the detailed review process of the Scheme of Delegation and governance structure had just finished with wide and extensive consultation amongst all governance layers. The presentation of the Scheme of Delegation had changed from being largely narrative, which was not as easy to refer to quickly, to using diagrams and a table of responsibilities with ticks alerting groups/officers to responsibilities and roles.
- Re Heatdeahcer appraisals and setting budgets - were to be recommended to the Trustees by the ACs but we had tried it for 2 years, but the government data came through too late to get the return in by the deadline. Budget setting is now approved by Trustees following a detailed meeting and discussions with the Executive Team and Headteachers and then they are submitted to the ESFA. Once the budgets are set, then the ACs are responsible for monitoring how those budgets are working. It had been contentious when a change in names of the groups was suggested - the governance tier closest to the schools are now called the Academy Committees. In the future it may change to having governance split between primary and secondary at the local level.
- It was noted that in the Articles the ACs were referred to as LGBs but IC did not think it was appropriate to change them at this stage. The collaborative and consultative work undertaken on the SOD was an excellent example of working together. The revised SOD had been checked by the lawyers who had verified it with the addition of Trustees signing the back page and it being reviewed annually.
- **Q Jos Sumner asked re IC's report – how does the Trust measure itself against those priorities? How can we measure we have been successful and how do we decide what high-quality teaching is?** She asked if there could be a dashboard approach which bring the highlights to the Members' attention. This time next year, we should be asking how did we do? How would we measure that?

##### **SEND Report**

- JS had sent her apologies for this meeting but had circulate a report on SEND within the Trust. IC encouraged Members to email JS if they had any questions on her report and she would be happy to respond to them.
- This first year has been very much around raising the awareness of SEN. Identifying someone to take the SEN Lead Governor role in the ACs has been difficult and for the AC Governors to have a good overview of primary and secondary is a huge task. JS has been looking at how we can make this more manageable and realistic and what do they need to drill down on. It is a work in progress and the commitment and enthusiasm has been very positive. It is an incredibly important aspect and focus for the Trust and everyone is committed and working hard on it.

##### **School Improvement Report**

- School Improvement has been brought into Full Trustee Board so all Trustees share this focus and priority with the detail monitoring going on at AC level.

- Neil Swait has been working with the governors from the primary ACs on how they can demonstrate their knowledge of the schools in their cluster. This is not a mock Ofsted but gives them a chance to run through their thoughts. Neil has been very positive about his feedback but highlighted that curriculum needs more development for governance knowledge and there needs to be governor leads for each subject area.
- DC elaborated on the need for a balanced, meaningful curriculum and insuring we are building childrens' self-confidence. We would look schools to increase the take up for the EBACC but not setting a target – we have to get the balance right between what is the right for the child and reacting to government changes. Raising aspiration is key.
- ML remarked on the change to having no separate SI committee and had concerns about relying on rag ratings as it does not provide sufficient detail. It was important to look at trends and the context will remain in the narrative.

**Resources Committee Report**

IC thanked Jane Dumeresque who had taken over as Resource Lead Trustee from September and had written the report. JD explained the way in which the Trust reports financially and improvements are being made all the time with a move towards highlighting the priorities and becoming more user friendly but she emphasised it was important to still investigate the detail. IC thanked SK and her team on the improvements being made at each Trustee meeting. There had been a lot of progress made in a short period of time and many of the issues had been ironed out e.g. the differences in coding.

**Audit Committee Report**

- This committee looks at any potential or current risk to the Trust and they are investigated and tracked.
- Thompson Jenner as our internal auditors undertake regular checks and assist with our audit of risks and threats to the Trust.
- IC reported that he had been pleased with the work undertaken by Thompson Jenner. A key piece of work at the moment is building a risk register, which for Trustees will highlight the priority risks i.e., business critical. This will not just list financial risks but non-financial too such as reputational risk and SI related risks.
- **Q KW asked about the last few sentences within the report which did not include risks such as the new build at Tavistock College?** The Executive Team has pursued the RSC about the work needed at Tavistock College as well as reacting to the condition surveys for the rest of the schools.
- There has been communication also with ESFA and the discussion had explored the under investment which has been going on for many years in educational facilities. The next step will be a further telephone call both the RSC and the ESFA and they have now received the health and safety reports and the condition surveys. EFSA are coming out to see SK next week.

Declaration of conflict of interest:

PS - DCC councillor/Tavistock AC Governor/DMAT Trustee.

JSe - Diocese is a related party.

KW- Chair of Mount Kelly Governing Body, Tavistock.

**5 - Ratify and note Trustee appointments as appropriate.**

**5.1 Update on CEO position**

**5.2 Update on Chair of Trustees position**

**5 - Ratify and note Trustee appointments as appropriate.**

There were no appointments.

**5.1 Update on CEO position**

- DC had submitted his resignation as of 14.4.20 following a long and successful career in education. The Board asked DC to continue on a part time basis from April -December. DC was honoured to be asked and had agreed to do this on an equivalent of 2 days per week. HF will be responsible for the SI function and SK will be responsible for the operation and financial side and Trustees were considering what support they might need in this period.
- The Trust Board had seen this as an opportunity to take stock of the position of the Trust and procure an external review, which will advise and shape the next steps of development for the Trust.
- **Q It was asked in these times of financial constraints, if the review was a good use of Trust funds?** With the reduction in DC's hours to 2 days a week, funding for the review could come from this saving. The Trust has a rare opportunity to stop and think before we move forward, whilst ensuring that we get value for money. It had been a unanimous decision to reflect, not to rush and ensure that the Ethos of the Trust is preserved.

### 5.2 Update on Chair of Trustees position

- Due to changes in his personal life, IC informed Members of his resignation as Chair and as a Trustee. TS will be interim Chair for the rest of the academic year and then the Trust Board will carry out a vote. Amanda French will act as Vice Chair for the remainder of the academic year.
- IC thanked the Trustees and the Members for all their time, support and effort as volunteers and for the intellectual rigour which they put into their work with the Trust.
- IC has been working in governance for 20 years and 19 with DC. He has made a real difference to education in the local area and he had felt that with DC's resignation, it was the right time to move on and conclude this productive and successful partnership. IC had been involved since the inception of the Trust and was involved with Okehampton College and Dartmoor Federation and has seen it evolve and grow. IC thanked DC for listening and being a strong and inspirational colleague to work with.
- The Members sincerely thanked IC for all his hard work and contribution to DMAT and they agreed that the whole community owes DC and IC a debt of gratitude.

Members, Trustees and Governors presented IC with a commemorative, silver, engraved plate and a gift.

### 6. Auditors - It is proposed that Bishop Fleming be re-appointed as auditors.

SK acknowledged the valuable input of Bishop Fleming, as external auditors in this year. They also provide the team with useful information from their work with other MATs.

**DECISION: Members approved the re-appointment of Bishop Fleming as external auditors to the Trust.**

### 7. Appointment of Company Secretary

SK has been acting as company secretary for the last year and IC proposed formally that SK continue in this role.

**DECISION: SK is appointed as Company Secretary for the following year.**

### 8. Any other ordinary business

The following points were discussed:

- There is a proposed pay rise 3.5% across each scale point for teaching staff. The Trust can afford this expenditure but the impact of this increase needs to be considered over 3 Years. SK has undertaken some modelling on this already.
- We were expecting St James C of E Primary School to have joined the Trust by 1.9.19 but there have been issues with planning permission relating to the field which has delayed the land transfer. Additionally, the electrical sub-station is not situated where it should be and this may impact on date of transfer.
- **Q Ken Watson asked if there would be the same process this year to involve ACs and Schools in capital allocations?** SK confirmed that schools would be putting together business cases and the Chairs of the ACs would be invited to attend a meeting to discuss priorities for each school based on need and condition surveys.
- DC made a speech and wanted to personally thank IC for his extraordinary level of commitment. He respected that IC had made some critical decisions within the challenges of the education sector, which demonstrated genuine commitment to a community.