

**BOARD:** Full Trustee Board Meeting  
**DATE:** 15<sup>th</sup> July 2021  
**TIME:** 4.00pm - 6.30pm  
**VENUE:** Remote via Teams

**DISTRIBUTION:** T Skeaping (Chair) P Sanders (PS) S Biddles (SB)  
 J Dumeresque (V/Chair) G Briscoe (GB) D Morrow (CEO)  
 J Lawlor (JL) J Savage (JS)

**ATTENDING:** S Kiff (CFO) M Greener (Clerk)

The Code of Conduct requires trustees to be honest and open with regard to conflicts of interest (either real or perceived). Trustees must not use their position for personal gain in business, political or social relationships. Therefore, a trustee who has, or may be perceived to have, such a personal interest in a particular matter under consideration should declare that interest, withdraw from all discussions relating to it and take no part in any vote on such matter.

Items marked \* are those in which a majority of Trustees may have an interest because of some shared attribute. When considering these items, Trustees should aim to achieve a balanced view, paying particular attention to the sources of information and advice, and remind themselves of their duties as trustees and to act in the public interest.

Item	
1.	<b>Welcome</b>
2.	<p><b>Administration matters</b></p> <p>2.1 <b>Apologies for absence</b> Apologies received from Pete Last and Chris Gould.</p> <p>2.2 <b>Confirmation of Quorum</b> The meeting was confirmed as quorate.</p> <p>2.3 <b>Declarations of interest</b> No pecuniary or personal interests were advised for any agenda item for this meeting.</p>
3.	<p><b>Minutes:</b></p> <p>3.1 Trustees to ratify/approve the minutes from the meeting of the Full Trustee Board EM – 10.6.21</p> <p><b>The Trustees AGREED that the minutes were a true and accurate record of the meeting. The Chair to sign.</b></p>
4.	<p><b>Matters arising from the Minutes:</b></p> <p>4.1 Update on Action Points / Matters raised from the meeting held on the 10.6.21</p> <p>It was noted that all actions were completed and no further matters required raising.</p>
5.	<p><b>Matters Brought Forward at the Direction of the Chair:</b></p> <p>5.1 The CFO asked to raise the Okehampton CAIRB unit which is due to open to some children in September 2021 will full opening planned for January 2022. Consultation with the public has taken place and funding has been approved. At the point of application the HT has to confirm that the unit has been formally approved by the board and this has not been minuted to date.</p> <p>JS advised that she is involved with the setting and is working with the LA looking at the resource base. JS confirmed she will be supporting this unit moving forward in her</p>

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professional capacity and declared this to the trustees. JS advised that the CAIRB is a specialist base that is attached to a mainstream school and is for children who require support but not a specialist school placement. It is designed to support inclusion of more complex needs in a mainstream setting. The pupils will spend 50-80% of their time inside the mainstream setting and will come to the unit to work on those areas they find difficult. The unit will also be used for pre-teaching 6-8 learners at a time. Devon takes responsibility for placing students in a CAIRB in consultation with the school and local area pupil needs are met first. **JD asked the CFO whether the funding is included in the budget and are there additional costs?** SK advised that only the £45k set up costs (fixtures and fittings) are included in the budget.

**JD asked whether this was on the capital budget?**

The CFO confirmed this was the case.

**JL asked if there were additional costs to the MAT/school and whether this was a separate unit e.g. is the school responsible?**

The CEO advised that it is not a separate unit and that there is currently space within the school as it is declining in pupil numbers. The SLA with the LA means they are responsible for the upkeep and the CEO confirmed that there is no gain / loss to the school and no contributions are expected.

**JL asked whether the CAIRB is inspected by Ofsted?**

The CEO advised that they will be subject to inspection as part of the school visit as the unit does not have a separate URN. The unit does give us the opportunity to upskill staff.

**JL asked whether the unit was at risk of accruing pupils who have been permanently excluded?**

The CEO advised that there is the potential that some pupils may have been excluded however the CEO confirmed this CAIRB unit is not a behaviour unit and that it will offer bespoke support and will ensure an inclusion / equality teaching approach.

**JL asked whether the LSB are in agreement with this unit?**

JS confirmed this is the case.

JS advised that she is in agreement with the CEO and that she has seen existing CAIRBs working well and that they strengthen the whole school practices to meet pupil needs. CAIRBs are part of the whole school SEN provision. The profile of the learner attending the unit is primarily ASD and that excluded pupils may attend but this is not typical.

JL proposed the trustees approve the unit and JD seconded this. JS did not vote due to her interest in this topic. **Trustees AGREED and APPROVED the proposed CAIRB unit at Okehampton.**

The Chair noted that this project is exciting as it enables the Trust to further support vulnerable children.

### **Holditch Centre**

The CEO advised that the Trust must be careful not to label this new unit as alternative provision and we must be mindful of the language used (Holditch Centre). Inclusion Trust Suite is what we should be referring to this unit as.

JS advised the new unit is an intervention rather than a provision and the CEO advised that there is a paper due for September which will clarify the Inclusion Trust Suite within the MAT.



**6. Trust Handbook Changes**

The Chair confirmed the following from the handbook updates

- *Confirming that trusts should have reserved places for parents in their governance structure [1.11]* – there are parent places at each LSB within the MAT
- *Emphasising the process if appointing a senior executive leader as a trustee [1.23]* – the CEO will not automatically become a trustee and this will be reflected in the Articles. GB advised that the Trust Board can be assured that the TOR for the Audit, Compliance and Assurance Committee includes the new additions from the handbook.

JD noted that trust documents are open to public inspection and asked for caution to be applied and that some reports must remain confidential. The Chair agreed with this point. GB suggested that all requests for documents are made in writing to the TB. The Chair advised that the Part 2 minutes protect the Trust. The CEO advised that the MAT is following the Nolan Principles and that Part 1 minutes should be shared for openness and transparency but Part 2 need to be considered.

**7. Budget Approval**

The Chair noted that the team had worked incredibly hard to create the budget.

The CFO advised that the budget had been reviewed by the Resources, Estates & Digital Committee and several versions had been discussed to demonstrate the different scenarios and version #4 was agreed which is based on #3 but assuming 60% through performance related pay rises in 2022/23/24.

The CFO advised that they did not want to show each individual school but the Resources Committee have asked to be made aware of the identity of any schools who are a cause for concern and 3 have been noted. The CFO advised that there is work to be done with the CEO on staffing models but and how the pooled method will be reported on from September. There is also a piece of software work required for September to enable reports for the LSB on SP/PP/Education budgets to ensure these are ready for P1.

JD advised that the CFO and AR have done additional work which has been difficult as there are no baselines this year. The Resources committee have dug deeper to ensure assurance can be given to the TB and are happy with the chosen budget. More oversight on ICT/Premises/Finance/Admin has been requested in order to be able to hold the correct people to account. Pupil:Teacher ratios have been reviewed and the unusual figures have been explained. The Resources Committee has accepted that there is work to be done on the 3-year budget, reserves and capital but are proposing to the TB that they approve this budget in its current form.

The CEO advised that he conducts a high level of scrutiny at the Accounting Officer and has now moved into a more translucent position on the budget approach. The CEO advised that a detailed log is kept and all aspects are noted on slip/challenge and ESFA requirements and a full picture is created. The CEO noted that further work is needed on the operations budget and the implementation of the pooling policy is driving value for money whilst meeting the budgeted spend.

**JL asked for clarification on the 60% performance pay related pay rises – is this policy?**

The CEO advised that the pay / appraisal system will be separated moving forward and 61% is the benchmark of pay progression nationally. The figure could go up but each individual will be reviewed and the process needs tightening up.

JL advised that we must be careful on how this is communicated and the HR Committee are responsible for reviewing the system.



	<p><b>GB asked for clarification whether the teachers’ pay scale include the cost of living increase or is this separate?</b> The CEO advised that there is work to be completed across the whole Trust. JCC’s expectation is this should go up each year but there has been no year-on-year award since 2018. Pay will not be denied where it is due and inflation pay that it is nationally agreed by the DfE is always awarded. A culture change is needed on the pay scales.</p> <p>PS asked whether assumptions have been built in and if the figures are to be found to be different e.g. 40/80% then the HR Committee would need to review.</p> <p><b>The CEO asked CC for her opinion on PRP/pay scales?</b> CC appreciated the work that has been completed. In relation to PRP the process of not automatically going up the scale is not a new one to her and within her trust they use a computerised programme to evidence targets have been achieved and whether pay progression will take place.</p> <p><b>The Trustees AGREED and APPROVED the proposed budget.</b></p> <p>The CFO thanked the TB and advised that the budget needed to be submitted to the ESFA by 27.7.21.</p> <p>The CEO advised he would be drilling down into the 3-year budget with regards to the Free School and will report back once further advice from the ESFA is received.</p>
<p>8.</p>	<p><b>Church school land and building ownership Update</b></p> <p><b>The Chair asked whether there were any risks to the Trust now that Dartmoor Co-op Learning Trust are no longer an entity?</b> The CFO explained that this does not cause an issue and the leases will be drawn up and the land will go straight to the Trust.</p> <p>The CFO advised that the Okehampton College land transfer is speeding up and there are several meetings due to happen and it has been complicated as there are many leases.</p> <p>The CFO advised that she included all the land and the issues we have in the report to give the TB a full picture.</p> <p><b>GB asked whether there are any financial risks to the 13-year lease for Okehampton?</b> The CFO advised potentially.</p> <p><b>JL asked whether the 2 year running leases should be included on the risk register?</b> The CFO advised this is standard for church schools and she is not aware of any giving notice to anyone. The CEO advised that 1/3 schools are now church schools (most are in VC/VA arrangements) and that the policy is due to be renewed in 2 years’ time. The MAT risk is mitigated as many MATs are in the same position.</p>
<p>9.</p>	<p><b>Board Committee Updates</b> Committee Chairs to provide a brief update. The minutes from each meeting were distributed in advance:</p> <p>9.1 <b>HR, People and Pay</b> PS advised that no committee meeting has taken place yet as we have been waiting for the new HR Director to start in post. A meeting is planned for 22/7/21. PS advised that due to today’s resignation we are now one trustee short on this committee. The Clerk advised that the QEC Secondary Committee also has a vacancy.</p> <p>GB advised that he should not permanently be on any committee however he would be happy to help in the interim until a permanent member can be appointed. Chair thanked GB for his offer but as KS is joining the committee from September we will be OK for now.</p>



**9.2 Audit, Compliance & Assurance**

GB advised that he had prepared a paper on the BCRR which has been pre-distributed. The BCRR was agreed by the committee on the 23.6.21 and will continue to be reviewed at every committee meeting. Any issues that have been identified can either then be highlighted in the Committee Chair's report of the CEO's report. The CEO thanked GB for his paper and suggested that any issues be included in his CEO report and he is used to being responsible in the role of Accounting Officer of making recommendations.

**GB/CC confirmed their agreement and the TB AGREED that issues/risks should be included in the CEO report.**

**JL advised that it would be helpful if 2 columns were added to the before/after risks score to include some narrative if the score has not changed but the risk has worsened.**

GB felt the CEO should be allowed to comment on mitigations or feelings / suggestions on why a risk may increase but the impact does not change the score.

**9.3 Resources & Estates**

JD advised that new systems will be in place for the next academic year and that they may not be perfect to start with but should be by P4/5/6.

JD advised that there is further work to be done on the GAG pooling and Reserves policy.

JD advised that Estates is a work in progress and healthy reserves will be needed on the capital side.

JD advised that she is stepping down as Chair of the Resources Committee and that CC will be assuming this role from September. JD plans to stay on the committee to support until Christmas.

The Chair thanked JD for the huge amount of work completed by the JD and the finance team.

**9.4 QEC Primary**

The Chair advised in the absence of CG that the LSB Chairs are fantastic and the committee is flourishing.

The CEO advised that from 1:1s the general feeling is that the committee is a rigorous / robust place focussed on school improvement and the level of challenge is bespoke and laser sharp and that the Executive Principals look forward to the challenge.

The Chair advised that the recruitment drive has brought strong trustees on board (CG/CC/PL).

The Chair advised that the Chairs and CG are meeting informally on 21/7 to discuss the emerging data as no assessments have taken place when the committee meeting occurred but Chairs are keen to understand the position of their schools.

**9.5 QEC Secondary**

The Chair advised in the absence of the PL that the committee has a different feel to the primary board but it is robust and SJ leads the Exec team. The reporting structure was shared at the last meeting.

The CEO advised that there are different starting points for the primary and secondary school and that the secondary schools are further ahead in the process.



9.6 **LSB Committees**

The Chair advised that she is proposing that the TB allow 2 further additional governor spaces under the co-opted / community category in the Secondary LSBs. The numbers will then mirror the primary boards which have two additional foundation governors.

JD proposed the TB agree this concept and PS seconded it.

**The Trustees AGREED with the proposal to create 2 further governor positions on the secondary LSB boards to mirror the primary boards.**

Trustees asked for the LSB minutes to be in one pdf document for ease of reading and that a table at the end of the document be included to draw the TB attentions the necessary points.

**Action: CEO to ask the LSB clerks to create one document and forward this to the Trust Clerk and include a table of points for the TB attention.**

The Chair noted her thanks to the LSB Clerks for their hard work.

Trustees moved into Part II to discuss concerns raised by LSBs in their minutes.

10. **Chair of Trust Board Update**

10.1 **Chair and Vice Chair roles from September**

The Chair advised that JD is stepping down from the Vice Chair post and therefore the vacant post needs recruiting for September. The Chair asked Trustees to email the Clerk by 16.9.21 if they would like to stand for the position of Vice Chair.

GB advised that supporting statements should be sent to the Clerk advising why they would be best to complete the role of Vice Chair.

**Action: Trustees to email the Clerk by 16.9.21 if they would like to be considered for the position of Chair/Vice Chair with a supporting statement.**

The Chair advised that she is happy to continue in the role of Chair for one more year unless anyone else would like to put themselves forward to be considered.

10.2 **Chair's 360 Review**

This was covered at the Away Day.

10.3 **Succession planning**

The Chair advised:

- JL/PS and herself term's come to an end in January 2022
- there will be two Member vacancies from January 2022. External recruitment process will be put in place to recruit Members.
- There are two trustee roles that need filling

GB suggested that a Nominations Committee be formed and that the top 50 companies in Devon are contacted via their HR departments

**Action 1: Clerk to email JL/PS/TS to ask for their decision with regards to whether or not they wish to be considered for a second 4-year term from January 2022. This is to include a supporting statement (Deadline 23.9.21).**



**Action 2: Clerk to call Nomination Committee early Autumn term to consider requests for second terms and recruitment of new trustees (Deadline October Half Term).**

**Action 3: NMD and CoT to work with Academy Ambassadors and other organisations to recruit for 2 trustees places. Nominations committee to shortlist and conduct interviews (Deadline October Half Term)**

**Action 4: NMD work with Academy Ambassadors and other organisations and Members to recruit for 2 individual Member vacancies - (Deadline October Half Term)**

11. **Part 2 Agenda Items**

See Part 2 Minutes

12. **Policies for review and ratification**

12.1 **Sexual violence / Sexual harassment policy**

**JS asked whether the policy is incorporated into the curriculum?**

The CEO confirmed this is the case.

**JS asked whether it is embedded in the Behaviour policy?**

The CEO confirmed this is correct.

**JS noted that there is reference to Devon’s MASH and that their details should be added to the end of the policy. Is the bullying and prejudice hate incident form referenced?**

The CEO advised that this is the Trust policy and once approved it is then adopted locally and may need to be amended as some schools do not report into MASH and it is important that the top-level policy is compliant.

**JS asked whether the CEO is confident that consideration has been given to the impact / implication of certain learning needs which might mean their behaviour needs are different?**

The CEO advised that a disability impact assessment has been completed on the policy for SEN/non-SEN needs and that a graduated response is in place.

**JS asked what the review date is for this new policy as it is an emerging area?**

The CEO advised 12 months as he is expecting significant changes to KCSIE.

**GB asked whether the current KCSIE changes have been incorporated?**

The CEO confirmed these are included but he is expecting a 2<sup>nd</sup> edition.

12.2 **Pooling policy**

JD noted the excellent work that has been completed by AR and this is a difficult concept. **JD advised she is in favour of spending reserves over 2 / 5% but this could leave the MAT below the one-month annual expenditure and needs to be included.**

The CEO advised that a conversation had been had and that the floor will be one month based on cashflow (£2.5m). The CFO confirmed that AR agreed this needs including.

The Chair noted there was some formatting issues and that on p.5 regarding ring fenced income but it is not specific. What funding is excluded e.g. PP/SP/SEN (EHCP)? GB agreed that every source of funding should be included in the policy. JS noted that EHCPs are not included?

	<p>The CEO confirmed that the SEN/EHCP/PP is not ring fenced and will include this in the policy.</p> <p><b>Action: CEO/CFO to amend Pooling policy to cover formatting issues and to include a simple table to show all funding sources in one (one column to show pooled income and the other to show income that is ring fenced e.g. EHCP/PP/SP/ SEND.</b></p> <p>The action as I remember it was to create a simple table showing all funding sources: in one column the income which is to be pooled. And in the other column the income which is not going to be pooled but is ring-fenced (PP/SP/SEND/EHCP).</p> <p><i>SB left at 6.30pm</i></p> <p><b>Trustees APPROVED and AGREED the Sexual violence / Sexual harassment and Pooling policy subject to the amendments noted.</b></p> <p><i>CFO left @ 6.34pm</i></p> <p>The Chair thanked everyone for their hard work and wished them a good summer.</p> <p>The CEO thanked the Chair and the TB for their support.</p> <p>JD thanked the Chair who has gone above and beyond in her role.</p>
13.	<p><b>Date of next meetings</b></p> <ul style="list-style-type: none"> <li>13.1 Audit, Compliance &amp; Assurance – 16.9.21 @ 4pm</li> <li>13.2 Full Trust Board Meeting – 23.9.21 @ 4pm</li> <li>13.3 Resources, Estates &amp; IT – 28.9.21 @ 4pm</li> <li>13.4 HR &amp; People – 7.10.21 @ 4pm</li> <li>13.5 QEC Primary – 18.10.21 @ 4pm</li> <li>13.6 QEC Secondary – 22.10.21 @ 4pm</li> </ul>

The meeting ended at 6.42pm

**Action Log from 15.7.21 Trust Board Meeting**

<b>Agenda Item</b>	<b>Action</b>	<b>Actionee</b>	<b>Status</b>
9.6	CEO to ask the LSB clerks to create one document and forward this to the Trust Clerk and include a table of points for the TB attention.	CEO	
10.1	Trustees to email the Clerk by 16.9.21 if they would like to be considered for the position of Vice Chair with a supporting statement.	All	
10.3 (1)	Clerk to email JL/PS/TS to ask for their decision with regards to whether or not they wish to be considered for a second 4-year term from January 2022. This is to include a supporting statement (Deadline 23.9.21).	Clerk	
10.3 (2)	Clerk to call Nomination Committee early Autumn term to consider requests for second terms and recruitment of new trustees (Deadline October Half Term).	Clerk	
10.3 (3)	NMD and CoT to work with Academy Ambassadors and other organisations to recruit for 2 trustees places. Nominations committee to shortlist and conduct interviews (Deadline October Half Term)	NMD	
10.3 (4)	NMD work with Academy Ambassadors and other organisations and Members to recruit for 2 individual Member vacancies - (Deadline October Half Term)	NMD	
12.2	CEO/CFO to amend Pooling policy to cover formatting issues and to include a simple table to show all funding sources in one (one column to show pooled income and the other to show income that is ring fenced e.g. EHCP/PP/SP/ SEND.	CEO/ CFO	

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