

Full Trustee Board (School Improvement Focus) – Part I Minutes							
Date/Time	10th December 2020 4.00pm	Location		Wardhayes, Okehampton College and Virtual via Microsoft Team (due to Covid 19)			
Attendees	Initials			Attendees	Initials		
Tania Skeaping	TS	Morgen Witzel	MW	Philip Sanders	PS	Stewart Biddles	SB
John Lawlor	JL	Pete Last	PL	Graham Briscoe	GB	Hazel Fox	HF

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

In Attendance	Initials		Minutes to
Susanne Kiff	SK	CFOO	Attendees
Melissa Trudgill	MT	Company Secretary/ Executive Liaison Facilitator	Apologies
Steve Perkins	SP	Trust Accountant	

Apologies	Initials	Reason
Jeanette Savage	JS	Work Commitment
Jane Dumeresque	JD	Family Matter
Amanda French	AF	Maternity Leave
Dan Morrow	DM	Work Commitment
Chris Gould	CG	Work Commitment

Meeting started at 4.03pm

Please note that Trustees agreed for the meeting to be recorded for minute taking and it was deleted on 11.12.20.

<b>1 - Apologies</b>
Apologies were received from Chris Gould, Jeanette Savage, Jane Dumeresque and Dan Morrow.
<b>2 – Declaration of Interest</b>
All Trustees present were reminded to declare any conflict of interest that may arise during the meeting.
<b>3 – Agree and sign off previous minutes</b>
<b>Minutes from: Full Trustees Meeting (Resource Focus) held on 26<sup>th</sup> November</b> were agreed as a true record and will be signed by TS in person when Covid 19 restrictions are lifted.
<b>4 –Matters Arising</b>
<b>Trustees to review outstanding action points (red) from meeting on 26.11.20:</b> <ul style="list-style-type: none"> <li>Annual HR Report to come to next Full Trustees Meeting 21.2.21</li> <li>8. To email MT if they wished to have access to the DfE benchmarking site and she will pass these on to SK.</li> </ul> <p style="color: red; margin-left: 20px;"><b>ACTION: GB and JD to discuss the access level required and then SK will arrange for all Trustees to have the appropriate access and to have individual log-ins for the DfE benchmarking portal.</b></p>

- 9. To let SK know if they had any feedback on the staff absence report format or if different information would be useful. Trustees satisfied with the report content. DONE
- **10. Changes to SOD - Postponed until January 2021 (ACTION)**

## 5 – School Improvement Focus

### 5.1 Interim CEO Report

HF had provided Trustees with a detailed report and she highlighted key areas. A discussion followed and the following questions were raised:

- **Q MW asked if HF and her team has done any modelling around a no deal Brexit? HF responded that any work regarding this had been more operational around HR and teachers on an individual basis who did not have British passports.** She was not anticipating any perceived threats to the day to day running of schools at the moment. MW had heard that the DfE were advising that schools should be stocking up on foods but SK and HF had not heard of this concern. TS confirmed that the CST had produced an article that Brexit concerns were around HR rather than food. HF sad she would check on this to reassure.
- **PS asked if Arbour MIS includes a safeguarding element or if this was going to be met by CPONS?** HF said that CPONS will be maintained and can be dove-tailed into Arbour as will FFT. Primary schools were excited about it and only one secondary school had reservations regarding exam requirements could be met. There is a delivery team working on the implementation of it and schools are being involved in this.
- **TS noted that there were some data elements missing from the report i.e. some of the primary.** HF said she we proceed with the understanding together with an agreed assessment timetable but not all schools are following this and this will be a non-negotiable going forward.
- Trustees endorsed HF and Headteachers decision to stick to their plan to continue school up to the Friday as the government suggestion had come too late for parents to arrange childcare etc.
- TS asked for the bullying logs to be populated and provided in the next CEO report and some data is missing from EHCP attendance at Tavistock.
- **TS asked who is responsible for following any reds on the safeguarding audit?** Jane Lake will undertake follow up visits and rag rating will be reported back to Trustees.

**ACTION HF to include in her next CEO report the bullying logs to be populated and EHCP attendance data at Tavistock.**

### 5.2 DTSA Strategy Proposal

- HF had produced a proposal paper but explained this was not as developed as she had hoped due to the fact that TSSW have not outlined yet what the delivery partner model will look like but HF has been promised that she will be able to see the draft by next week. HF said despite this she will be starting some of the new initiatives in January which the Trust Champions will be getting involved in these straightaway and HF will start to run the Dartmoor Training School Alliance will be run in parallel with Dartmoor Teaching School.
- HF said it is a changing landscape with CPD being offered increasingly online but there is a lot of strong values which can be built on and this legacy and reputation.

**ACTION: HF will bring further information and details about the DTSA Strategy Proposal to the next (SI Focus) Full Board Meeting (21.1.21).**

- MW felt that the document did not cover what he felt that a strategy proposal should cover: clear strategic objectives, explains the routes by which that objective will be reached, sets out the resources required to achieve the objective and the risks which are involved in achieving that objective. He could not ascertain how the Teaching School Alliance Strategy fits into the overall Trust Strategy nor how HF plans to achieve the targets listed. MW asked HF to bring back to Trustees more detail on what HF is proposing to do and how she proposes to do it.

**SB declared an interest at this point in the agenda as a member of the Torbay Teaching School Alliance and sits on the TSSW Strategic Board.**

- **Q PS asked how many of the trainees coming through DTSA (shown in the table within the proposal) end up working in the MAT?** HF felt that for a variety of reasons this number had reduced and the recruitment/people

offer is something that HF would like to focus on with SK. SK felt there was work to do in planning our future recruitment needs, planning in advance and strategically looking across the needs across our schools.

- **Q GB asked if this was still being offered at Okehampton College or is it moving to the virtual offer?** HF said that the location of the Skills Centre with the easy parking and accessibility was one of the popular aspects of the Teaching School and it was thought this space would be continued to be used. Some elements would be delivered by remote learning but the face to face networking aspect was valued in feedback.
- **Q PS asked if the CPD we were delivering was accredited and could be recognised on a national level?** DfE was funding numerous teaching schools and would release money for national accredited qualifications but these funds were now directed towards teaching school hubs who will deliver accredited courses but they will be looking for delivery partners and SLAs to deliver nationally accredited programmes. DTSA has also invested in writing their own programmes by accredited people which they are looking to market.

#### 6 – Matters Brought forward at the Direction of the Chair

- MW gave a verbal update on the recent Ethos Committee meeting which took place earlier this week. Two items had been highlighted: 1. **Procedures on how sub committees report.** He outlined an example where the minutes are sent to the Board and the Chair of the sub committee would write a short report which are collated by the Board Secretary and circulated as part of the board papers. Chair of committees can share any priority areas or respond to questions. 2. **Board Evaluation** – there are 2 documents available. One has been created by GB and which is listed on the CST website as being useful for evaluation of MAT Boards and MW said that eh had also written an evaluation which had been used by Libraries Unlimited. MW suggested a working party be set up to look at this. PL and GB volunteered for the Group. Other Trustees could volunteer for this group via MT.
- TS recommend meeting after Spring half term and devising a recommendation to Trustees before Easter. TS asked if any Trustee objected to this but all were agreed it was best practise and the Board could not afford not to do an evaluation exercise. TS said the evaluation would be a supportive and constructive and was about getting better.

**ACTION: Trustees to volunteer for the Board Evaluation Working Group to MT.**

#### 7 Trustee Board

##### Recommendation from Audit Committee on statutory annual reports for formal approval:

JL, Chair of the Audit Committee, led the meeting through the following statutory annual reports and requirements.

- **CEO Statement - Confirmation and formal minute of Trust as a going concern (with supporting cashflow document)**

**DECISION: HF as CEO (Interim) formally confirmed that DMAT is a going concern for 2020-21; the first item in F4 Cash Flow Forecast supports this.**

- **The internal Audit Annual Report**

JL explained that this was a new document which would be a statutory requirement from the following year. JL confirmed that there had been substantial improvement in the Trust's financial controls over the last 12 months with no red ragged items and amber ragged items have been halved to 13 items. JL noted that the Audit Committee has a control sheet which tracks the outstanding internal and external audit items and ensures that they are being addressed with the Executive Team.

**DECISION: Trustees approved the Internal Annual Audit Report. (PS proposed the approval; GB seconded)**

- **The External Audit Management Letter**

JL highlighted the pack of documents from Bishop Fleming which includes a key issues document where BF look at Trust operations and they raise some key items which are rag rated. There is a reduction in numbers of items which are raised for our attention. JL asked for the Trustees to receive the Management Letter and approve it.

**DECISION: Trustees approved the External Audit Management Letter. (PS proposed the approval; GB seconded)**

- **The Audit & Risk Committee's Annual Report.**

JL has worked with Steve Perkins and looked at the internal and external audit reports and has summarised the work of the Audit Committee.

**DECISION: Trustees approved the Audit Committee's Annual Report. (PS proposed the approval; GB seconded)**

- **Draft Accounts**

Steve Perkins, Trust Accountant went through the Annual Report and Financial Statements and highlighted areas which were of particular interest and importance, with explanations. He was pleased to confirm that it had been a clean audit report with a positive assurance from the external auditors that the accounts are true and fair.

Trustees asked the following questions:

- JL and SP alerted Trustees to the document entitled 'The Academies Benchmarking Report', which breaks the figures down further than the accounts and gives a clear summary. SP and JL confirmed that the Trust is in financial good shape for the year showing day to day operations with a surplus of £500,000.
- **Q PS asked if there was an issue re Okehampton College appearing as an outlier at £1.2 million on surplus?** SP explained that Okehampton College had built up a large surplus when they joined the Trust and were also one of the largest establishments within the Trust. SK added that Holsworthy Community, OPS and Okehampton College all had large surpluses when joining the Trust and within Okehampton College is included the teaching school funds (£200,000).
- GB raised that there was more information coming through from ESFA regarding the recommended level of reserves. SK said she had been advised that if Trusts have reserves over 4% they are unable to claim additional costs from Covid and the EFSFA have concerns when a Trust goes below 2%. SP said it did not suggest however that the ESFA were recommending reserve levels of between 2-4%, but that going lower than 2% reserves could be taken as a warning. Our Trust has approximately 10%. **Q PS asked if the ESFA were talking about free reserves, unrestricted reserves or all reserves?** SP believed it was referring to free reserves. PS stated that he thought that 1.28 months was quite low e.g. if there was a significant claim came in.
- **Q SB said that if there were significant reserves, these should be directed to the children whilst ensuring that the Trust held enough to be a going concern and if our reserves are substantially higher than other MATs then we need to think about where those reserves are sitting and are some schools making the best use for the of the funds available for the children and does it match the outcomes the schools are achieving?** JL believed that there is no suggestion that our reserves are too high and there is no particular logic around the 4%. SK added that as part of the income pooling, she and DM will be doing some work on the reserves policy in January and they are mindful of this.

**DECISION: Trustees approved the Annual Report and Financial Statements/Draft Accounts. (TS and HF to sign on Trustees' behalf). (JL proposed the approval; PS seconded)**

- **Reappointment of Internal Auditors**

JL confirmed it was the Audit Committee's recommendation to the Trust Board to reappoint Thompson Jenner as internal auditors for a further year. He clarified that there was a benefit to have consistency with auditors, but during the Spring/Summer, the competitive tendering process would be initiated to decide whether the Trust wishes to remain with Thompson Jenner or appoint an alternative internal auditor to start from the next financial year.

**DECISION: Trustees approved to reappoint the Internal Auditors Thompson Jenner for this current financial year. (JL proposed the approval; PS seconded)**

**DECISION: The letter of representation was within the documents above and was formally approved by the Trustee Board. (TS and HF to sign on Trustees behalf). (JL proposed and GB seconded)**

- **Recommendation to Members re appointment of external auditors**

**DECISION: Trustees agreed to recommend to the Members, that Bishop Fleming be appointed as the external auditors for the Trust for the forthcoming year. (JL proposed the approval; PS seconded)**

The Chair thanked JL as Chair of the Audit Committee for all his work on the Audit this year and to SP for his expert advice and assistance on this.

## **7.2 Approval of Business-Critical Risk Register**

- Every was the software which was used at school level and which manages risk, uses deadlines, and the risks are regularly checked by the central team. Internal Audit will also be reviewing this. The business-critical risk register was not completely finished, but there was now a document, which is owned by the Trustees and will be reviewed by the Audit Committee.
- **Q SB asked if there was anyone who had high level risk management experience who could give advice and support? He had noticed that there were no risks included around opportunities, nor the potentially large risk to move away from the teaching school to a training school?** GB agreed that there were some additional risks which had yet to be assessed and included in.

- MW raised that risk to the culture and cohesion was missing from the register and asked for it to be added. GB agreed that this should be added as it was different to reputational risk.

**ACTION: The Audit Committee will review these additional risks at their next meeting on 12.1.21 and then recommend them to the Full Board on 21.1.21.**

**DECISION: Trustees approved this format of the Business-Critical Risk Register, subject to the additions that will be forthcoming from the Audit Committee (GB proposed; SB seconded).**

JL as Chair of Audit Committee and all the Trustees thanked SK, SP and the Finance Team for a successful external audit in challenging times which had also been echoed by Bishop Fleming.

### **7.3 Report from the T&F Tavistock group and Approval of the New Build.**

- TS said the Task and Finish Group had undertaken the scrutiny and challenge on behalf of the Trustees and were putting a recommendation forward for Trustees' consideration. TS invited any questions to the group.
- PS said he had no concerns to raise about the new build, but had produced a statement via email with his concerns e.g. the omission of inflation into the 5-year plan and an independent project management. GB and MW agreed with PS on enlisting the services of a project manager. TS had raised this with JD who had explained that inflation had not been built into the incoming costing either, therefore it was anticipated this should balance itself out.
- PS still advised that he would favour inflation being included on estimates on both sides using the RCIS to inform about the construction costs and a dating point should be used. SK confirmed that they were looking to address the missing expertise in January. PS and SK had requested a timeline programme.
- MW said at the end of the document there was a brief explanation of risk and associated mitigation. **Q MW asked for a more detailed exploration of the risks. Q TS asked if the T&F would be continuing to oversee the project on behalf of the Trustees and be responsible for reviewing the ongoing risks;** it was confirmed that it would be still meeting throughout. PS added that one of the biggest risks was if we do not get the classrooms which the College needs ready in time for the appropriate intake, as this would incur additional costs in providing temporary accommodation.
- PS and SK have asked for a timetable now so they have can hit the target dates; they cannot monitor the risks if they do not have clear sight of the key dates. SK confirmed that the timeline is crucial in order to monitor and the project management issue will be addressed in the New Year.
- PS agreed with MW that the risks need to be identified because although there was a 10% contingency fund to cover the rise in materials costs, but you can never prepare completely for the unexpected occurrences.
- **Q SB asked if we have an Asset Management Plan which details the works which are required across the Trust which is monitored by the Audit Committee?** PS and SK confirmed that there was one in place and which AK has produced within the Tavistock Build Project papers which sets out the need across the Trust for all the schools.
- PS said there were also risks involved surrounding planning permission.
- GB asked that an email be sent to SJ after this meeting to confirm that the Trustees have approved the project proposal.

**ACTION: AK to press for project timetable from Oxenham and present to the Task and Finish Group**

**ACTION: Task and Finish Group to identify and monitor the project risks.**

**ACTION: TS to email SJ to advise of the Trustee Board's approval to proceed with the Tavistock New Build and Reconfiguration Proposal.**

**DECISION: Trustees approved the recommendation from the Task and Finish Group to proceed with the Tavistock New Build and the reconfiguration proposals. (GB proposed; SB seconded).**

### **7.4 Approval for amendments to SOD.**

TS explained that this item was deferred until the 12.1.21 when the changes could hopefully be approved in a single item agenda to follow the Audit Committee meeting. Although there were only changes in a few areas to the SOD, it involved detailed work with a number of places within the document which were affected and to the accountability diagram.

## **8 Academy Committee – Minutes**

### **8.1 To include:**

**AC Questions (N/A)**

**Holsworthy (Mins 17.9.20)**

The minutes from Holsworthy AC were noted with interest.

**OPS (Mins 16.11.20)**

The minutes from OPS AC were noted with interest.

There had been no AC meeting since the last Full Board Meeting on 26.11.20 and hence no link Trustee report.

Other items:

- TS thanked MT on behalf of the Trustee Board for her hard work and said she was the bridge between the Executive and the Trustees and had done a sterling job and all were very grateful.
- TS thanked DM for his extraordinary contribution as a volunteer to the Trust over the last Term.
- TS thanked all Trustees for their challenges and contributions and it was a privilege to be on the Board. She wished all a peaceful and restful Christmas particularly those in Wardhayes.
- Trustees thanked TS for doing a good job as Chair especially during such a difficult period.

**9 – Dates of Next Meetings**

**Audit Committee Meeting Thursday 12<sup>th</sup> January 4pm**

**Full Trustees Meeting (SI Focus) Thursday 21st January 4pm**

The meeting ended at 5.55pm

**ACTION TABLE – from meeting 10.12.20**

No.	WHO	WHAT	WHEN
1	Gill Tremain	To provide an Annual HR Report for Trustees by the end of the year.	21.1.21 (Next Full Board Meeting)
2	GB/JD/ SK	GB and JD to discuss the appropriate level required for Trustees re the access to the DfE benchmarking site and then SK to arrange for all Trustees to have the appropriate access and to have individual log-ins.	ASAP
3	HF	To include in her next Vice CEO report the bullying logs to be populated and EHCP attendance data at Tavistock.	21.1.21 (Next Full Board Meeting)
4	SK/HF/ TS	To facilitate the change to the SOD to reflect line management change and the financial regulation regarding budget setting etc from 1.1.21 and then get it checked with Trust's legal advisers ready for Trustees to approve on 10.12.20.	12.1.21 (addition to Audit Comm Meeting)
5	HF	To bring further information and details about the DTSA Strategy Proposal to the next (SI Focus) Full Board Meeting (21.1.21).	21.1.21 (Next Full Board Meeting)
6	ALL	To volunteer for the Board Evaluation Working Group to MT.	ASAP
7	Audit Comm	To review additional risks to BCRR at their next meeting on 12.1.21 and then recommend them to the Full Board on 21.1.21.	12.1.21 (Audit Comm Meeting)
8	AK	To press for project timetable from Oxenham and present to the Task and Finish Group	ASAP
9	Tav Build T&F Group	To identify and monitor the project risks regarding the Tavistock New Build and Reconfiguration Project	ASAP
10	TS	To email SJ to advise of the Trustee Board's approval to proceed with the Tavistock New Build and Reconfiguration Proposal.	ASAP

11	MT	To produce a yearly summary of meeting reviews by Trustees to understand common issues raised.	As part of Board Evaluation – Spring Term
12	MT/TS	To provide and work on a model TOR for the full AC boards.	Following Cohesion Strategy
13	TS/DM	To consider setting up a HR committee, which reports to the Full Trustee Board, in the future.	January 2021
14	DM	To work on a proposal to include KPIs and to include balanced scorecards (and include examples from other MATs) to present to Trust Board in the Spring Term.	Spring Term
15	All Trustees	To let SK know if they had any feedback on the staff absence report format or if different information would be useful.	DONE
16	TS	To email to ACs re the pause on formal governance meetings in the Spring Term.	DONE