



never give up.

Trustee Meeting Minutes

Wednesday 6th February 2019 at 6.00pm

ACE Schools MAT
Unit 3 Ensign House, Parkway Court,
Longbridge Road, Marsh Mills,
Plymouth PL6 8LR

TRUSTEES IN ATTENDANCE:

Dr Tim Searle – Chair of Trustees
Mrs Annette Benny
Mr Andrew Dunkley
Mr Peter McDonnell
Mr Denis Parsons.

IN ATTENDANCE:

Mr Chris Humphries - Director of Performance ACE MAT
Mr Paul Turner - Director of Finance & CFO ACE MAT
Mr Paul Winterton - Director of School Improvement
Mrs Andrea Chick - Clerk to the Trustees/Administrator ACE MAT

APOLOGIES

Mrs Sarah Gillett – Trustee and CEO
Mr Gavin Gracie – Trustee.

Signed:

Date:

1. CHAIRMAN'S INTRODUCTION

1.1 **TS** opened the meeting with the proposal that this Board meeting begins formally and then **AD** as Chairman of the F&A Committee continue with the F&A Committee meeting. The Board meeting will then follow.

It was **RESOLVED** that the proposal of **TS** be accepted.

1.2 **TS** is extremely happy with the building and environment of Ensign House and thanked everyone for the hard work in ensuring that everything was all in place by the beginning of the new term.

2. **APOLOGIES**

Mr Gavin Gracie and Mrs Sarah Gillett

3. **VERBAL DECLARATIONS OF INTEREST**

TS is running the London Marathon for the charitable part of the Oasis Trust who has 40+ schools in their MAT. Monies raised goes towards their charity and therefore the Board and Executives cannot sponsor him.

It was **RESOLVED** to note.

4. **APPROVE THE MINUTES OF THE MEETING OF THE BOARD OF TRUSTEES 12TH DECEMBER 2018**

It was **RESOLVED** that the minutes of the meeting of the Board of Trustees held on the 12th December 2018 were confirmed and signed as a correct record. **AB** requested that the last 'e' be removed from her surname.

5. **APPROVE THE MINUTES OF THE MEETING OF THE BOARD OF TRUSTEES 15TH JANUARY 2019**

It was **RESOLVED** that the minutes of the meeting of the Board of Trustees held on the 15th January 2019 were confirmed and signed as a correct record.

This meeting was not a regular Board meeting but a one item agenda which could be considered commercially sensitive and not for public viewing.

It was **RESOLVED** to re-issue the minutes with a confidential watermark.

ACTION: AC to re-print the minutes for signature by the Chairman.

6. **MATTERS AND ACTIONS ARISING FROM THE MINUTES OF THE PREVIOUS MEETING**

ACTION 1: Minute 5. Matters and actions arising from the minutes of the previous meeting. ALL to ensure that any actions under their remit are completed within the set time frame. **DOING.**

ACTION 2: Minute 7. Finance & audit committee update. PT to put a name and date on the top of the document for future reference. **DONE.**

ACTION 3: Minute 11.2 Policies. CH to look at the red Courtlands item for the next Board meeting. **CH - The red flags against Courtlands have been addressed in that there is now a new medicines policy as well as an updated SEND policy as well, so all completed. In addition all the equality objectives have been adopted by the Cluster for each school and the curriculum policies are being updated for both schools as well.**

ACTION 4: Minute 12. Ace Tiverton Special School. Trustees to put a layover on the report/plan that was provided by an external source. **This has been superseded as Tiverton School has now been given the go ahead.**

6. CEO UPDATE

This is for information and due to the absence of SG, PW answered queries.

- 6.1 Plymouth Studio School: This item is now closed.
- 6.2 Steiner Academy: **PW** is a Trustee of Steiner at Exeter and does no other work for them apart from continuing his support as a Trustee on the replacement Board. Steiner Bristol and Frome are also going to be re-brokered with no confirmed date. **PW** confirmed there was no conflict of interest as ACE Schools MAT are not putting in a show of interest in the Steiner Exeter, and he is doing no paid work with or for them. **PW** has had to be careful when Steiner is discussed as he is only a stand-in until they are re-brokered in September.
- 6.3 Significant Change Document: The funding agreement has been signed for the Tiverton School and also confirmation from the DfE was received this week. The proposed new Articles have been agreed which need to be circulated to the Members by the end of this week and can be adopted by written resolution.
- 6.4 MDIF: The award granted of £50k and £5k for the audit costs was as much as possible for Tiverton School. The remaining potential £50k could be claimed by the next project, such as Bournemouth.
- 6.5 Support work: This is self-explanatory. **SG** and **PW** will be carrying out a special needs audit at All Saints Academy. A new update by **SG** re the involvement of local MPs and dignitaries which helps raise ACE Schools MAT profile. **TS** asked whether there is any other way relationships can be deepened with local MPs. **PW** advised that being involved with local projects especially those that the MPs have an interest in eg Mayflower celebrations. The opening of Tiverton School will include the local MPs.
- 6.6 Free School Process: The old free school process is now reversed to give a presumptive process where the need is already established. Three LAs are already launching this, however the process is being delayed by nearly three months. **AB** asked that in terms of ACE Schools MAT next steps, ie expression of interest journey, how do we collectively and actively scrutinise these three opportunities. **PW** explained that the Trustees are being giving an update now so that as soon as details are released we will be prepared to ask

our 20 Questions. **AB** asked if there are there given timescales. **PW** advised that there is no set timing, it is just when the government inform the LAs that they can begin the process and the date when school has to be opened by.

It was **RESOLVED** that the Board of Trustees had read and noted the CEO's report.

7. FINANCE & AUDIT COMMITTEE UPDATE

7.1 ACE Schools MAT – Summary Finance Report:

In closing the F&A meeting and transitioning back to the full board meeting, **TS** proposed this resolution to ensure that the boundaries between the two meetings were understood and recognised.

Given the decision to sequence the F&A committee meeting within the full Board meeting, an immediate written summary of the F&A, meeting was not available. However, the Board were able to observe the F&A meeting and thus were furnished with questions to be raised under item 7, where answers had not been given during the F&A proceedings. The board had no particular concerns and were satisfied that the appropriate fiscal measures were in place.

AD will produce an F&A summary report within 2 weeks.

7.2 Due to the report given at the F&A committee, concern was given over the Courtlands School safety system because an application had been submitted to replace the current safety system. **PW** confirmed that the system is all tested weekly and is fully compliant but will need updating in the coming years.

It was **RESOLVED** that the Trustees are happy with the reports.

7.3 **TS** enquired about the central pot breaking even, with sensitivities to be cared for, so are Courtlands in a comfortable place where they are breaking even and others may not be? **PT** explained that Courtlands receive a significant higher level of service compared to what they contribute ie HR and financial support compared to Plymouth because of their size. On the personnel side, there does need to be some work carried out to help the leadership teams understand the dynamics of ACE schools. Courtlands should know where they stand in ACE Schools MAT and able to see the benefits of joining the MAT with given flexibility here and there. **AD** said that their expansion plans have been supported which they wouldn't have been able to do before joining. **PW** and **CH** confirmed that all is well generally with a little more work to be done.

7.4 **CH** explained funding mechanisms. He was aiming to complete the model by the end of this half term by testing it; this has made them question every assumption which will ensure that every model will be spot on. None of the shortfalls are particularly significant, sometimes being down to cash flow from the funders. A regular analysis will be continued eg at Tiverton School, what would happen if there were not enough pupils and how would this affect the budgets, hence the model would show this. **AB** asked if there is a forecast budget deficit. **CH** replied that the forecast budget includes some of the proposed mid-term actions but not some of the short term actions as these are difficult to forecast. **AB**

also asked if he is expecting the next figures for January due on 15th February to bring the right level of actions. **PT** said that this will be a review as the impact will not be seen immediately depending on when back-funding is paid.

It was **RESOLVED** to recommend the F&A report to the Board of Trustees as approved.

7.5 ACE Schools MAT – December 2018 - Management Accounts:

It was **RESOLVED** to note.

8. REMUNERATION COMMITTEE UPDATE

8.1 Appointment of new Head for ACE Schools Tiverton – remuneration:
The ACE Schools MAT policy Teachers’ Pay Policy 2018-19 had been followed.

It was **RESOLVED** to accept the report from PT and agree the salary.

9. ACE SCHOOLS TIVERTON

9.1 ACE Schools Tiverton Update:

PW reported that the funding agreements have been signed, Articles of Association paperwork is ready to be sent around to the Members. The new Head Teacher starts after Easter, pupil placements are growing following consultations, with another further 18 for the rest of the year groups with a possible 32 placements. A site meeting was held on Thursday 31st January with no further delays envisaged. The contractors have been informed that we will instigate a contingency plan if there is a delay and that Devon CC will have to pay for this, they agreed that they understood. The contractors are now sending schedules with lists, so everything is advancing well. A close eye will continue to be kept on the progress and prospective teachers could possibly be visiting the site.

It was **RESOLVED** to note.

10. CONNIE ROTHMAN LEARNING TRUST

10.1 **PW** described how ACE Schools MAT could work with the Connie Rothman Learning Trust and see how they can become part of ACE if that is the decision of their Board; also for us to give them advice and guidance and carry out some due diligence. On a moral basis what they are trying to do is very positive but they need support in running an alternative provision establishment. The largest commitment of the Executives’ time is taking in visiting them and next on the agenda is to meet with their commissioners to see if there is a business case to put together, and for ACE Schools MAT to decide if CRLT is worth taking on. Michelmores have been working on trying to get the DfE to register CRLT as a school without going through the whole process. The DfE is very interested with positive signals. The 20 Questions were used and a very draft report produced which has allowed the Executives to see how the extremely important top priorities were scored - 2 at 1, and

1 at 3. Plenty of fine tuning needs to be done before a report is presented formally to the Board; however what it reveals at the moment is we should still be interested which will help the Executives draw up their case. **TS** is not quite clear on the timeline and what this might look like if illustrated as the Board needs to give SG the go ahead to sign the Heads of Terms. The Executives have managed ACE Schools MAT's exposure, the Heads of Terms are not legally binding but quite symbolic which gives Edward Rothman a commitment for ACE Schools MAT to talk with him. It also shows the DfE that ACE have real intent if it all falls into place. Due diligence is due by the 31st March 2019 and Michelmores have to write the policy document for the RSC so all is in their hands. **AD** asked why CRLT haven't got a school number. **PW** advised that they are not officially a school in DfE terms having grown from a small educational provider. **AB** thanked the Executives for completing the 20 Questions as they enable objective discussion and decision making.

It was **RESOLVED** to give SG permission to sign the document.

ACTION: TS would like some bullet points to show where we are on the timeline. **PW** advised that the 20 Questions report will help with this. When the Executives are comfortable with this they will circulate early March.

11. TRUST KEY PERFORMANCE INDICATORS (KPIs) REPORT

11.1 KPI Report January 2019:

- 11.1.1** The main item is the staff absence at Courtlands which is still a concern. This is improving and will take the rest of the year for the figures to approach the level set on the PI.
- 11.1.2** Pupil numbers are higher in ACE Schools Plymouth because of the WRAP packages not because of the PCC commissioned places, this is not significant as it varies week to week. If numbers continue to rise then where pupils are placed may have to be looked at. Numbers for WRAP places have gone up and we are speaking with Devon to see where we can work with them on this. Consultation has begun with stakeholders to see if this can be achieved.
- 11.1.3** Exclusion data has improved but still high which is down to the particular cohort at the moment. As this is constantly changing it can be difficult to compare. **PW** explained how the exclusion system worked.
- 11.1.4** Health and Safety and RIDDOR will be shown on the next report.

It was **RESOLVED** to note.

11.2 Trust KPI Dashboard.

It was **RESOLVED** to note.

12. EDUCATION AND SAFEGUARDING COMMITTEE 16TH JANUARY 2019

12.1 Chair's Report:

DP presented his report for which he was thanked.

It was **RESOLVED** to note.

13. POLICIES

13.1 Policy Matrix – Verbal Update: CH reported that the red flags have been addressed on the policy matrix. Equality objectives have been set for the Clusters so all are completed. **CH** and **AC** have been working on 40 policies, 34 being GDPR which have been reformatted and being checked by the DPO. These will then be put on the system along with other statutory policies, with more work still to be done

It was **RESOLVED** to note.

ACTION: CH to send updated matrix for the next Trustees meeting.

14. PLYMOUTH CLUSTER NEW REPRESENTATIVE

14.1 Appointment of Rachel Turner as a representative of the Plymouth Cluster: A brief resume was circulated prior to the meeting. **PW** had met her at the last Plymouth Cluster meeting and he considers she will be an ideal representative.

It was **RESOLVED** to accept Rachel Turner as a Cluster representative.

15. CHANGE OF ACE SCHOOLS MAT REGISTERED ADDRESS

15.1 Following the F&A committee meeting's resolution at minute 45/18/19 (v) the Trustees **RESOLVED** to approve and sign off the change of registered address of ACE Schools MAT.

The meeting closed at 8.26pm.

Pending Items:

Item	Date Added (meeting date)	Review Date
Terms of Office – length of service		
Policy review	Ongoing	
Trustees meeting dates	See below	
Trustee Work plan		

DATES OF FUTURE MEETINGS

Wednesday 27th March 2019 18.00-20.00
Wednesday 15th May 2019 18.00-20.00
Wednesday 10th July 2019 18.00-20.00

ACTIONS BOARD OF TRUSTEES MEETING 6TH FEBRUARY 2019

Minute Number	Action	Who	Date to be completed by
5 - Approval of the minutes of the meeting on 15 th January 2019	Re-print the minutes for signature by the Chairman.	AC	ASAP
10 – Connie Rothman Learning Trust	TS would like some bullet points to show where we are on the timeline. PW advised that the 20 Questions report will help with this. When the Executives are comfortable with this they will circulate early March.	CH/PT/PW	End February/early March
13 - Policies	CH to send updated matrix for the next Trustees meeting.	CH	Before 27 th March 2019