



never give up.

Trustee Meeting Minutes

Wednesday 18th October 2017
6pm-8pm

ACE Schools Plymouth, Bretonside

Trustees:

Dr Tim Searle	Chair
Mr Peter McDonnell	Vice Chair
Mr Alastair Wright	Vice Chair Elect
Mrs Annette Benny	Trustee
Mrs Sarah Gillett	Trustee, CEO & Head Teacher of ACE Schools Plymouth
Mrs Joan Watkins	Trustee & Chair of Governors ACE Schools Plymouth
Mrs Sue Bickle	Trustee & Chair of Governors Courtlands

In Attendance

Mr Paul Turner	Director of Finance ACE MAT
Mr Chris Humphries	Director of School Performance ACE MAT
Mr Paul Winterton	Director of School Improvement ACE MAT
Mrs Cheryl Reuben	Clerk

Signed: _____

Date: _____

1. **Chairman's introduction**

TS welcomed the Board.
Requested if there were AOB?
None.

2. **Apologies.**

Joan Watkins
Accepted

3. **Verbal declarations of interest.**

None

4. **Approve Minutes of the Previous Meeting.**

Approved

5. **Summary of Actions from this Meeting.**

ACTION 1: Following the above amendment, the policy will then be sent to TS for approval. TS will then sign of the amended version at the next meeting.

ACTION 2: CR to circulate a diary of events to Trustees before the next meeting.

6. **CEO Update.**

- Business Plan at Courtlands. Although this was signed off at last Trust meeting. Key staff who would have been effected by the Business Plan have subsequently requested Voluntary Redundancy or resigned, so whilst agreed, there has been no further action as the plan is no longer required.
Questions:
TS: How are Courtlands functioning operationally following the staff changes?
SG: The staff have been very supported by the Head Teacher. The staff appear in good spirits. The succession plan set out in the Business Plan has delivered. Staff feedback good. PW & CH are present weekly at Courtlands.
SB: The long term sickness has had a bigger impact of budget for cover and to the students who like consistency.
PM: What has the parent feedback been in terms of staff changes?
SG: At the ACE Family meet and greet yesterday, parents were supportive and clearly indicated they wanted to be involved. Parents gave their opinions and suggestions which will be explored further. A group also wanted to do a tour of some of the ACE Schools Plymouth sites which is being arranged.
SB: Some parents were unsettled following the initial announcement of key staff having taken the decision to leave. However, we have spoken with parents and clarified that these changes were as a result of the staff making these choices for their own personal reasons which the parents understood.
- The working party preparing for the Audit & Finance sub-committee (AW, AB, PT & PW) met 12th October 2017. They identified 4 work streams.

Identifying and agreeing the Terms of Reference, Scheme of Delegation, the model of how many Trustees are on the committee and who reports to the committee in respect of an Audit & Finance committee. This will be prepared for presentation to the Board in the November 17 meeting. If the outcome of the findings are approved the aim will be to have the Audit & Finance Committee as a functioning entity from Jan 18

Develop an annual work plan for Audit & Finance committee, the Trust and Remuneration committee. This will be detailed by the working party and presented to the Board November 2017.

Review of the general governance structure. Is it right for the Organisation/ Local Governing Bodies? Is the current Scheme of Delegation fit for purpose?

The Governance will also have to be considered for the Subsidiary Trading companies to ensure that it is being managed effectively and that all terminology is clearly defined.

- An offer has been made on the premises at Derry's Cross. It was a low offer which was not accepted so a slightly higher offer made. Awaiting a response to the advised offer. PM & SG will arrange a visit for PM to provide a second opinion.
- SG had a conference call with DFE Re: Growth particularly regarding BCG. Sarah Rusby advised on behalf of DFE that a Trading Subsidiary would be the appropriate vehicle of delivery. She apologised for the DFE's delay in responding with the advice as the proposal made as been previously unprecedented. SG requested memo from legal team as confirmation in writing prior to proceeding. SG also discussed the Admissions Policy with Sarah Rusby. Sarah Rusby was reviewing the first draft and advised that the DFE would agree with the content and implementation.
- Following Placement Panel at end of September 17 there were discrepancies regarding the agreed bandings. When the audit trail was reviewed it was found that the issue was caused by an administrative error. The bandings as agreed, will be modified for next panel meeting on 30th October 2017. SG will feedback following the next Panel meeting.
- Courtlands have referred to the DFE for direct commissioning from other LA's at full cost recovery. The DFE indicated that this could be acceptable and that a rigorous Business Plan from SB & SG to Trustees would be the first step. They will need to ensure that the premises is suitable for what is being proposed, that Plymouth students are not disadvantaged and relations with Plymouth LA not harmed.

Questions:

PW: Is there demand?

SG: Yes, based on the discussions with other LAs. However, places would not be ad-hoc as they are with Ace Schools Plymouth. The specific demand would be identified within Business Plan.

SB: What is the scope to accept students of a different designation?

PW: Designation is agreed at a local level. The requirement is to show the capacity to work with other designations whilst not disadvantaging students of the agreed designation.

CH: This will also need to be covered in an Admissions Policy.

The Board agreed for SG, SB & PT create a draft business plan for their consideration.

- Bespoke Commissioning Growth- ACE Schools Plymouth. Exeter base is now open and is full. Devon LA have requested another base for a provision is being considered in Honiton to launch around February 2018.

The provision in Poole/Dorset is forecast to launch May/June 2018 due to obtaining the advice from the DFE on setting up as a Trading Subsidiary.

- ACE Family Meet and Greet took place at Courtlands on 17th October 2017. A group of parents would like to create a PTA to fundraise for the school.

The Board agreed for SG, SB & PT to pursue the feasibility of creating a Courtlands PTA.

- Succession planning for Leadership at ACE Schools Plymouth- The ACE Schools Plymouth LGB have been consulted for their feedback which has been given. SG & PT proposed to complete a business plan for the succession of SLT.

The Board agreed for an SLT succession Business plan to be drafted and presented.

7. Update from the Director of Finance.

PT summarised the content of the financial reports for ACE Schools Plymouth. He clarified these figures are following the audit so should be final figures.

Questions:

TS: What is the forecast for next year?

PT: Growth will continue however, whilst the growth increases the income it does also bring additional expense.

AW: Has anything of concern come out of the Audit?

PT: Nothing material was highlighted although this will be covered in detail in December AGM. A joint list was created between ACE MAT & Francis Clark for areas of improvement but nothing which will require an amendment to the figures.

The Board accepted the finance report for ACE Schools Plymouth.

PT summarised the content of the financial reports for Courtlands. He clarified these figures are following the audit so should be final figures.

Questions:

SB: Originally, ACE MAT was going to cover the costs of the redundancies at Courtlands within the Business Plan, has this now been put back into the Courtlands' budget?

PT: ACE MAT agreed to take the cost of ACE Family & Business Plan Redundancies for Courtlands during the 2017/2018 year as there were not sufficient funds within the Courtlands' budget to accommodate these expenses. However, as the changes occurred organically in 2016/2017 and not as a result of implementing the Business Plan, the costs have been allocated to the 2016/2017 Courtlands budget, for which there were sufficient funds.

The Board accepted the finance report for Courtlands.

PT provided the Board with an update with regards to Top Slice paid to the MAT from Courtlands and support given to Courtlands by MAT Staff in terms of hours/cost. A weekly time sheet has been kept for first 6 weeks of the 2016/2017 Academic year

PT ran through the hours/cost accumulated during Term 1 to date. SB advised that the costs for administrator support and an admin apprentice were paid for directly by Courtlands so should not be included in the calculations. PT subsequently circulated a revised copy without the inclusion of the admin/apprentice support. The revised figures were:

Top Slice- Full Year: £74,719

Operational Weekly Average: £1,916

Actuals Weekly Average (Hrs & Cost): £4,013

Full Year Equivalent (based on current figures) £156,505.

8. Internal Audit.

PT summarised the internal audit and response summary.

Questions:

AB: What is the next stage?

PT: If agreed by the Board the response will be returned to internal auditors as an official response and plan for this year. This also be reviewed by the end of year audit.

The Board discussed the Courtlands account which contained funds from Courtlands fundraising events. The Board were asked to decide whether the account should be 'taken in-house' in as much as it will form part of the Budget Accounts and be included in the ACE MAT Audits?

Questions:

TS: Is it currently audited?

SB: Yes. It is audited separately and by a different auditor.

AB stated the importance of setting a precedent for future schools.

SB: What would be the impact in practical terms?

AW: It is included in the reporting of the rest of the MAT accounts. However, it will still be ring fenced for Courtlands.

PT: The account would be audited with ACE MAT accounts and included in financial procedure manual.

AB: It is about creating a process as well as a check/balance system which is scalable.

TS: Summarised that it would provide a layer of security but usage would remain the same.

The Board agreed to a vote as to whether the account should be brought in-house. At this point SB declared an interest and abstained from the vote.

The voting members of the Board agreed that the account would be brought in-house with MAT accounting procedure.

It was stated that this account would remain for its current dedicated purpose.

AW Raised question regarding 3.54

PT provided context on specialist security doors where only 2 of the 4 suppliers in the country were willing to quote.

The Board accepted the response document and modification to financial procedures manual.

9. **Financial Statements - Draft Trustee Report.**

PT summarised draft trustee report portion of the Financial Statement.

The Board will feedback prior to the December meeting.

All suggestions/amendments are to be submitted by 30th November 2017.

It was requested that all Trustees were copied in on the feedback.

10. **Policies.**

CH summarised the Child Protection & Safeguarding policy as a MAT policy.

CH advised that it covered the working policies and procedures for reporting within the 3 LAs ACE MAT are currently working with. It has been consulted on with Lee Earnshaw and key staff within the MAT.

The Board queried the documents/articles of reference on which the policy is based.

The Board agreed that CH would include a page of reference and with this addition.

ACTION 1: Following the above amendment, the policy will then be sent to TS for approval. TS will then sign of the amended version t the next meeting.

CH enquired as to whether the Board wish to review and approve every amended version of the policies.

The Board agreed that the Child Protection & Safeguarding policy would be brought to the Board for approval whenever it is amended.

Admissions Policy- The Board were provided with a copy of the first draft of the ACE Schools Plymouth admissions policy which they had previously reviewed along with a copy of the 2nd draft and a proposed contract.

It was agreed that CH would meet with Wolferstans to draft a contract based on the terms of the 2nd draft policy. Following which, this would be presented to Plymouth LA as the ACE Schools Plymouth Contract/Terms of Business. If the administrative error regarding the bandings had not been resolved and/or Plymouth LA were not accepting of the Contract/Terms of Business. This would be brought back to the Board for review.

11. **LGB Reports.**

The Board acknowledged receipt of the LGB Reports from ACE Schools Plymouth and Courtlands.

12. **AOB.**

*(Items should be generally lodged with the clerk at least **48 hours before the meeting**).*

TS reminded the Board that the AGM would take place with the December meeting. All Members were to be contacted and reminded.

Following the web link which was circulated regarding the inquiry to AP it was agreed that an application would be submitted.

It was agreed the Board would book a meal for after the November meeting at Meze Grill.

The Board requested a list of events at ACE Schools Plymouth & Courtlands which they would be able to attend. **ACTION 2: CR to circulate a diary of events to Trustees before the next meeting.**

13. Reserved Business. – None.

Pending Items:

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

Dates of Future Meetings:

Wednesday 15 th November 2017	18.00-20.00
Wednesday 13 th December 2017	18.00-20.00 (AGM)
Wednesday 17 th January 2018	8.00-20.00
Wednesday 21 st February 2018	18.00-20.00
Wednesday 21 st March 2018	18.00-20.00
Wednesday 25 th April 2018	18.00-20.00
Wednesday 23 rd May 2018	18.00-20.00
Wednesday 20 th June 2018	18.00-20.00
Wednesday 18 th July 2018	18.00-20.00

Board of Trustees:

Dr Tim Searle	tim.searle@acemat.uk	Chair
Mr Peter McDonnell	peter.mcdonnell@acemat.uk	Vice Chair
Mr Alastair Wright	alastair.wright@acemat.uk	Vice Chair Elect
Mrs Annette Benny	annette.benny@acemat.uk	Trustee
Mrs Joan Watkins	joan.watkins@acemat.uk	Trustee & Chair of ACE Schools Plymouth LGB
Mrs Sue Bickle	sue.bickle@acemat.uk	Trustee & Chair of Courtlands LGB
Sarah Gillett	sarah.gillett@aceschools.net	CEO of ACE Schools Trust