



never give up.

# Trustee Meeting Minutes

Wednesday 23<sup>rd</sup> May 2018  
6pm-8pm

ACE Schools MAT, Martinsgate, Bretonside,  
Plymouth, PL4 0AT

## Trustees:

Dr Tim Searle

Chair

Mr Peter McDonnell

Vice Chair

Mrs Sarah Gillett

Trustee, CEO & Head Teacher of ACE Schools Plymouth

Mrs Annette Benny

Trustee

Mrs Joan Watkins

Trustee and Chair of Governors ACE Schools Plymouth

## 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 and Teaching Personnel. TS thanked all of the MAT Executives for their hard work with the issues which had arisen before the Easter holiday

2. Apologies.  
Sue Bickle  
**Accepted**

Alastair Wright was absent as he has now emigrated.

3. **Verbal declarations of interest.**  
AB declared that she was on the Interim Executive Governing Body for SCT.

4. **Approve minutes of the previous meeting**  
AB highlighted that in item 7 of the minutes it stated AB and TS met with SG at SCT. AB referred to Anne Berger rather than Annette Benny.

**The Board accepted the minutes subject to the above clarification.**

**Note from the Clerk- The minutes have been amended to state Anne Berger rather than AB.**

5. **Matters & Actions arising from previous meeting**  
All actions arising were completed.

With regards to the bomb hoax, the LA have consulted on a policy for maintained schools. ACE have decided to follow the LA policy as it has had input from the police, terrorism specialists and aligns both centrally and across the South West.

6. **Update from Teaching Personnel**  
The Board received a presentation from the following members of Teaching Personnel:  
Scott Kelly – Director of SEN  
Louise Lyle – Location Manager South West  
Chloe Gunson – ACE Manager Devon and Cornwall  
Derek Lefley – Senior Strategic Business Development & Operations Manager

**Questions:**

**JW:** How do you attract candidates when there is a shortage, particularly in Maths?

**TP:** We have a future teacher's programme where graduates in core subject are guided through the teacher training process. In Bournemouth we have had 6 graduates trialled and contracted to allow schools to 'grow their own'. We also work with the maths hub as well as seeking out candidates nationally to relocate. We have a database of candidates who are willing to relocate to the South West and commute. We educate candidates on the areas. We have links with Plymouth University and invest in advertising.

**AB:** You mentioned local staff events. Are these due to issues with retention?

**TP:** No. We have a vast number of staff and like to present a united front with ACE. It allows us to spend time with TP and ACE staff.

**SG:** I have found the communication with TP, particularly Chloe and Louise to be great. It reflects the commitment from TP to work together and ironing out any kinks. TP have been very understanding of the work with SCT.

The Board and TP all agreed that they have established a good working relationship.

TP left the meeting.

7. **CEO Update**

SCT- We are awaiting the decision on the preferred provider. Angela is down this week. There have been a number of intense meetings and communication with Devon which has been fed back to RSC. They are addressing the issues which have been reflecting on the current leadership despite them not being the cause. There has been a 3<sup>rd</sup> inspection which has caused repercussions to the MAT Executives and current SLT over the decisions and actions they have had to make, without understanding to the previous actions which have caused it. SG and TS have a conference call tomorrow where a decision may be indicated. There has been a report made to the RSC regarding CH over his challenge of safeguarding and whistleblowing.

RSC- ACE Family/Bournemouth. The RSC have reviewed the document and are happy to proceed with the Bishop Fleming Plan. ACE Family will be regulated by OFSTED and Bournemouth by the Quality Care Commission. This does not need to be signed off by the Head Teachers Board but needs to be agreed by SW RSC. The work in Bournemouth could become a national policy for alternative provision and work is being undertaken with the DFE. There will be 3 weekly calls until October to review and there breaks planned at each point.

Significate Change Application- This has been tweaked in that it will go to the SW Head Teachers Board not the SE Board. Cornwall and Exeter will require local governance. The Launceston provision was initially temporary however, Cornwall LA want this to become a permanent provision. There is a 4 week consultation with pupils, parents and other provisions. This will go to the Head Teachers Board in June/ July.

ACE Training- SG met with a local training provider to collaborate on CPD training. CH is to work on the policy and protocol and SG to work on the creative side. Some training has already been undertaken including First Aid-Train the Trainer, IOSHH, COSHH, Leadership and Safeguarding as well as apprenticeship schemes from September. This will offer life skills, help with CVs and mentoring. A recent NQT inspection reported Outstanding in all areas.

PCC- A resolution was agreed at Easter. SG thanked TS and JW for their support and assistance in reaching this resolution. SG has had 2 meetings with Judith since the agreement was reached and they are to have a regular schedule moving forward. SG has joined the MAT CEO forum and Plymouth School Improvement Plan Committee. She has discussed 1 band options with Jayne Gorton and Helen Slater is working with Ruth Westwood to assess. This will be presented at Schools Forum. JW acknowledged the pressure put on staff and was pleased with the outcome, although felt there were lessons to be learned around process. She asked that Head Teachers on the panel were asked to visit ACE to allow them to understand how it operates.

AB requested clarity of when the Trustees can expect to receive specific information. She requested clarification that the above CEO updates are all interests from the Trust at the moment but how and when will the decision be made as to whether to continue with them? AB also requested that the Board/ MAT Executives were mindful of items which required consultation, not to pre-empt the outcome. AB requested narrative on the Trustee portion of the Scheme of Delegation as to how and when decisions are made.

SG responded that once the outcome of the preferred provider for SCT is known, it is up to ACE to accept it (if they are the preferred provider). After that there will be a vast amount of work on due diligence.

With ACE Family, once a structure has been agreed with the DFE, the Trust can then decide whether it is viable to continue.

The Governance for Cornwall and Devon, this will be reviewed now that a decision has been made and guidance given.

The current position is to review and decide rather than 'all systems go'.

The Board were reminded that CH had previously presented a paper on strategic growth. The decision made by the Board was that CH could continue with this work stream and not that the Board were agreeing to its commissioning. Further reviews and feedback were required until the point where a final informed decision could be made.

**Action 1: The Board discussed the need to review individual items and their operation. They agree at which point a decision is to be made.**

SG reiterated that the conference call was arranged at 1pm. If consultation is required, this must be meaningful and the Trust cannot predetermine any outcome.

8. **Finance & Audit Committee Summary**

TS reminded the Board that it was for the Finance and Audit Committee to scrutinise the financial information at the committee meetings and the headlines would then be presented to the full Board. Some of the items which required Board input were noted as items later in the agenda. AB is now chairing the Finance and Audit Committee following Alastair's resignation.

The Board had received a summary report from PT as AW had resigned before submitting one. It was acknowledged by the Board that this was an isolated occurrence due to the circumstances but that it would not be normal practice for PT to write the summary report. This would lie with the Chair of the Committee, who is acting as a check and balance against the work undertaken by the finance team. If there were any points on which the Board required further information, they would then be referred to the full minutes.

Acknowledging the above comment, AB advised that there were 2 points she felt needed addressing from PT's summary. These were:

MAT HQ- the Finance & Audit Committee's recommendation to the Trust is that further detail was required to be presented to allow the Board/ Committee to make an informed decisions. The recommendation is to decide to support after the DFE decision on the preferred provider for SCT as the Trust needs to grow regardless of whether they decide not to pursue SCT at a later date. However, the Committee need to be aware of the additional costs around IT, Furniture & Security.

The Committee reviewed the Scheme of Delegation around surplus funds at Courtlands following the PCC reconciliation, the award of the CIF bid and the income generated by SCT. The committee decided that a process was required to protect these funds which was also scalable for when the Trust grew. **Action 2: CH is going work on a policy for this and present it.**

**The Board agreed that subject to the acknowledgement of the about 2 points, they were happy to accept the summary report of the Finance and Audit Committee Meeting. AB would formally record these and they would be issued at the next Finance and Audit Committee meeting with the minutes.**

JW requested clarity on the placement of the £170k payment from SCT. SG and PT explained that these were MAT generated funds so were held by the MAT. They were then being used to reimburse the individual schools costs incurred as a result of their staff undertaking MAT work. For example, Lee Earnshaw was currently spending 2 days per week at SCT so the cost of his salary for these days was paid back to Courtlands from these funds.

9. **Finance Reports**

JW left the meeting

PT Summarised the MAT Finance report. He advised that the position had improved following the Courtlands CIF grant and PCC reconciliation.

JW returned to the meeting.

**The Board accepted the report.**

ESFA Re-brokerage discussion- This was submitted a few days after the meeting with the ESFA. The ESFA advised of a number of issues and asked ACE to respond with a document containing the key risks and what ACE would be looking to accept to address these risks. This will form part of the conference call tomorrow.

TS advised that the ESFA document had to be submitted within a matter of days and the content is not binding more of a first proposal/opening bid on our part. TS explained that there is a pace at which information has to be supplied and returned to the ESFA. AB enquired whether the document submitted would be tested as part of the due diligence and the evidence scrutinised? PT explained that in there had been cases of after 2 months from agreeing a preferred provider, the provider was still negotiating terms. This doesn't end at due diligence but is on-going. AB raised concerns over submitting a bid, it being agreed and then when it is reviewed finding that it is not accurate. AB expressed the need for the Board to meet and review the offer.

MAT HQ- The mitigating risks have been added and include the funding from Devon in the MAT. The lease would be for 6 years with a 3 year break clause. JW asked if the Devon funding would continue over the 6 years. She also queried why as the tenant we the Trust would be covering the alterations costs? SG explained that the alteration costs would be shared as they totalled over £16k. This had been agreed with the landlord. JW asked if this level of alteration was necessary to which SG replied that it was to make the most efficient use of the space. It would be a central office providing training and inductions. SLT from the schools would be able to hot desk for ½ a day which they can book out. It will also give back space to the students at Bretonside which is currently being used as offices. SG is meeting with an interior designer next week to get a quote for IT/Furniture/Security. The office is in a good location, is a fair price and is more practical than Derry's Cross.

AB added that the Finance and Audit Committee cannot approve the recommendation to proceed with the HQ until they know the full costs as they do not have adequate assurance that the funds are sufficient. PT requested the Board take in to account the timing of needing to make a decision and the decision being made on SCT. The Trust need to be prepared to move at the point of making a decision. He added that the landlord would not wait for a decision indefinitely.

TS suggested that the Board approved to proceed with the HQ and the costs would follow next week. AB responded that the Board firstly need to have the assurance of the costs and that the Trust can afford it. JW asked if there was a director for premises. SG responded that would be in her role as CEO and that she, PT and Beccy Woods (Premises and Compliance manager), would be visiting the building next week. AB repeated that the Finance and Audit Committee had gone through this item in detail and requested these costs as currently they were unknown. SG suggested that she, PT and Beccy Woods would meet next week to obtain the costs of the interior works. These can then be circulated to the Board via email on the 1<sup>st</sup> week of term so the Board can make an informed decision.

**The Board agreed to proceed on this basis and commit a decision via email once informed.**

#### 10. **Trust Dashboard**

PW advised that he had added the updates to the KPIs in blue. With regards to academic progress, ACE Schools Plymouth and Courtlands had tightened up this term on monitoring, rigour, observation and moderation. Beccy Woods is dealing with Health & Safety records and reporting. She is using PCC's guidance but is checking the rigour to ensure that the KPI information is correct.

AB noted that the progress in January plateaued for Courtlands. PW explained they track progress 3 times a year as they have a stable cohort with very few changes. The next lot of data is due soon. ACE Schools Plymouth data is transient and therefore progress is tracked every 6 weeks.

JW questioned the increased in absence of non-teaching staff at Courtlands. SG clarified that this was due to 1 member of staff who was on long term sick. As it is a small team it had a larger impact. However, the Leave and Leave of Absence Policy was being implemented.

AB asked whether there was any SPC providing statistical evidence to show that changes have made an impact. PW advised that as the data is so small there is no statistical relevance.

JW asked whether Pupil Premium was used to support Maths at ACE Schools Plymouth. PW confirmed it was and is currently being analysed to report to the Local Governing Body.

**The Board acknowledged the KPI reports.**

## 11. Governance

TS will be speaking to Academy Ambassadors regarding the recruitment of Members/ Trustees. The MAT Executives are exploring other avenues such as social media and mail outs to large businesses. TS has 4 people he will be approaching as potential fits. He will discuss with them their availability and capacity. TS requested that if anyone had contacts who could be approached, to submit their names to TS/SG and PW will follow them up. The process would be that any new Trustees would need to be appointed by the Members. AB suggested SHINE as another source.

Education and Safeguarding Committee Terms of Reference- PW provided the comparison with another Trust and the amendments submitted by AB. If approved the Scheme of Delegation would be amended ready to form the committee when there are sufficient numbers of Trustees to do so.

**The Board agreed to proceed with the TOR and change of the Scheme of Delegation to reflect this.**

External Review of Trust Board Function- PW asked if the Board would like him to explore how the Board review would happen?

**The Board agreed they would like PW to do this.**

PT added that the Board's action in this respect would be included in the Financial Handbook report. PM asked if this would be a service which was bought in? PW confirmed that it would.

## 12. Policies

TS raised the issue of consistency across the policies and the formatting. On the MAT website the policies are in word whereas on the ACE Schools Plymouth site they in PDF. It was agreed that all policies would be in PDF.  
**Action 3: All policies on both ACE websites to be updates with PDFs.**

Maternity, paternity, Adoption & Shared Parental Leave Policy- Wolferstans provided this policy to both Courtlands and ACE Schools Plymouth so the two are very similar. The recommendation is to adopt the ACE Schools Plymouth policy and convert it to a MAT wide policy. AB asked if consultation was required to do this. CH advised that this was not required as it contained no meaningful changes.

**The Board adopted the MAT policy.**

Staff Grievance and Disciplinary Policy- the Board were given 3 options, to adopt the existing policy, to amend the panel to allow MAT Executives to form part of the panel and align the number of days. AB queried the CEO and Trustees forming the panel. CH explained that MAT Executives are either Trustees, CEO or CFO, so under the Scheme of Delegation they do not fit. The decision is whether to change the Scheme of Delegation Headings to include them.

AB expressed that during the most recent case, they struggled to identify who can do what appropriately under 2.15. She also queried whether it would be appropriate to have peers on a panel or involved in a dismissal? For example would it be appropriate for a MAT Executive to be on the panel for dismissal of another MAT Executive? CH agreed there was a need for this to be more specific however there was a struggle currently for availability.

**Action 4: AB requested clarity on the dependency as to who and at what level, was subject to a disciplinary, who was appropriate to sit on the panel to dismiss or appeal CH advised he would create a matrix which would be referred to HR. TS advised that this would be emailed out for the Board to agree via email.**

AB also highlighted that under 2.24 the written warning, how many written warnings were acceptable and when it is explained what the next step would be? CH advised that previously they had worked on the basis of a verbal warning, a written warning, a final written warning and dismissal as this complies with employment law.

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

JW proposed Zoe Badmin as a new member of the ACE Schools Plymouth LGB.  
The Trustees agreed to support the CEO's action to pursue local governance at outlying bases under the application for significant change.

14. Reserved Business

**Actions Arising:**

- Action 1: The Board discussed the need to review individual items and their operation. They agree at which point a decision is to be made (CEO Updates).  
Action 2: CH is going work on a policy for this and present it (surplus funds).  
Action 3: All policies on both ACE websites to be updates with PDFs.  
Action 4: AB requested clarity on the dependency as to who and at what level, was subject to a disciplinary, who was appropriate to sit on the panel to dismiss or appeal CH advised he would create a matrix which would be referred to HR. TS advised that this would be emailed out for the Board to agree via email

**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 11<sup>th</sup> July 2018 18:00-20:00

**Board of Trustees:**

Dr Tim Searle	<a href="mailto:tim.searle@acemat.uk">tim.searle@acemat.uk</a>	Chair
Mr Peter McDonnell	<a href="mailto:peter.mcdonnell@acemat.uk">peter.mcdonnell@acemat.uk</a>	Vice Chair
Mrs Annette Benny	<a href="mailto:annette.benny@acemat.uk">annette.benny@acemat.uk</a>	Trustee
Mrs Joan Watkins	<a href="mailto:joan.watkins@acemat.uk">joan.watkins@acemat.uk</a>	Trustee & Chair of ACE Schools Plymouth LGB
Mrs Sue Bickle	<a href="mailto:sue.bickle@acemat.uk">sue.bickle@acemat.uk</a>	Trustee & Chair of Courtlands LGB
Sarah Gillett	<a href="mailto:sarah.gillett@aceschools.net">sarah.gillett@aceschools.net</a>	CEO of ACE Schools Trust