



Minutes of the Board of Trustees Meeting Held 16 September 2022

At The Lord Haldon Country Hotel, Dunchideock, Exeter EX6 7YF

Time: 09.00 to 15.00

TRUSTEES IN ATTENDANCE

Dr Clive Grace (CG)	Trustee & Chair of the Board
Mrs Carole Burgoyne (CB)	Trustee & Co Vice Chair
Dr Karen Deeny (KD)	Trustee & Co Vice Chair
Kathryn Halford	Trustee
Mrs Geraldine Herage (GH)	Trustee
Mr Graham Oliver (GO)	Trustee
Dr Tim Searle (TS)	Trustee
Mr Tim Thexton (TT)	Trustee
Mr. Peter McDonnell (PM)	Trustee (via zoom)

ALSO IN ATTENDANCE:

Mr Matthew Barnes (MBa)	CEO
Mr Matt Bindon (MBi)	Headteacher
Ms Karen Cook (KC)	Interim Chief Finance Officer
Mrs Sandra Harris (SH)	DCEO: Chief Governance & Operating Officer
Mrs Hannah Smart (HS)	Headteacher

Minute No.	Agenda Item	Action
1.	<p>WELCOME, ATTENDANCE AND APOLOGIES</p> <p>The Chair opened the meeting and welcomed all in attendance. Introductions were made, and it was noted as the first 'in person' meeting of the Board for KH and KC. Apologies for absence were sought and none received. The meeting was confirmed as quorate.</p> <p>Resignation of Trustee: The Chair reluctantly reported that it was the last meeting for TS who had submitted his resignation as Trustee/Director, effective from 16/09/22. Sincere appreciation was extended for all his commitment and input in rebuilding the Board. CG accepted the resignation and would write formally to thank TS. TS responded, noting that it had been a privilege to work with the Trustees, staff and pupils and acknowledged the significant role that the Trust played in its pupils lives.</p>	<p>Chair</p>

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	<p>The Board agreed that the appropriate governance processes be put in place with regard to the resignation of TS, including a formal response.</p>	<p>Chair SH</p>
<p>2.</p>	<p>THE POLICY CONTEXT</p> <p>The Chair introduced the discussion and noted that the focus would be on the implications of the White Paper, a presentation by Stephen Howe, Head of Cornwall, Devon, Plymouth and Torbay, South West Regions Group, and culminating in an overview of the local context by the CEO.</p> <p><i>NB: Stephen Howe joined the meeting at 09.15 via zoom.</i></p> <p>Stephen gave a comprehensive presentation which covered the changes to the Regional Schools Commissioners office, and the new structure of Regional Director having delegated responsibilities for CSC and SEND. Key areas of thinking in Sept 2022 were noted around area based planning, data use and interpretation, new powers, and school finance.</p> <p>Stephen progressed to explain the context of the Regional Director and gave an overview of regional variation in academies, with the SW having the most academies. He provided a summary of the White Paper with a specific focus on chapter 4 – a fairer, stronger school system. The national context was covered along with the Education Investment Areas (EIAs) of which there were 55 across England. An overview of the support the EIAs received was given, with a more specific picture on Devon and Plymouth. The approach of the Regional Director to area based commissioning was outlined.</p> <p>Following his presentation, questions were sought and a detailed discussion/clarification took place.</p> <p>The Chair thanks Stephen for giving such an informative presentation and acknowledged that the Board would have consideration of it within its forward thinking.</p> <p><i>NB: Stephen Howe left the meeting at 10:33am.</i></p> <p>The Board continued its discussion in relation to trusts overall and the direction of the Regional Director. Consideration was given to the positioning of Transforming Futures Trust within the national developments and the complexities of the alternative provision system and local authority commissioning was acknowledged. In this regard the local authority SEND consultation was also referred to.</p> <p>The Board agreed the value of the presentations and would consider aspects within further strategic discussions.</p>	
<p>3.</p>	<p>WILLINGNESS (AND CAPACITY) TO GROW</p> <p>The Chair provided an overview of the journey of the Trust since 2020 including the consideration and agreement not to merge in 2021. No growth ambitions had been declared and the process of building the confidence of the ESFA and local authority were a primary focus. The previous work undertaken on the 3</p>	

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	<p>pillars of a strong multi academy trust was referenced, leading to the revised 5 pillars of education, finance, governance, staff development and inclusivity.</p> <p>The Board was reminded that a discussion had been held at the meeting in July on growth strategy and Trustees acknowledged that ‘willingness to grow’ was a better articulation of the direction.</p> <p>Discussion turned to which criteria may apply in any considerations of such willingness and under what circumstance they may be positively met. The Board held one to one discussion around the table and fed back on areas which may be contained within the criteria.</p> <p>The most common criteria were agreed that consideration of any approach should fit with the vision, values and USP of the Trust, and fit with its reputation in the SEND and AP provision. Detailed discussion ensued and a consensus reached that the Trust would seek to protect and enhance its existing pupil outcomes whilst improving the outcomes for others who may join. It was also acknowledged that capacity and sustainability were key factors in any criteria. This would be followed up in further discussions to distil the criteria.</p> <p>The Board agreed that the Trust would seek to protect and enhance its existing pupil outcomes whilst improving the outcomes for others who may join.</p> <p><i>NB: PM left the meeting at 12:15pm</i></p>	<p>Chair/CEO</p>
<p>4.</p>	<p>TRUST IMPROVEMENT</p> <p>The CEO outlined the high level approach for (general) trust improvement and characterised what makes a strong trust. He sought a consensus view on approach and priorities moving forward. The focus was on the central trust school improvement provision, using the MATSE framework, self evaluation and other key inspection documents.</p> <p>The Chair acknowledged the usefulness of the papers shared and felt it provided clarity of a plan and how to deliver it. GH suggested that the improvement plan be first considered by the Education & Outcomes Committee to debate the detail and recommend aspects to the Board. CG acknowledged that this began to join the regulatory framework with supply side provision and MBA acknowledged the value in aligning the framework with areas in need of improvement, and thus aligning of planning with the CEO report, MATSE framework, etc to ensure a Trust wide view was taken into account.</p> <p>The Board agreed that the Education and Outcomes Committee consider aspects of the framework and that some aspects would be discussed at the full Board such as governance and finance. Other elements would be remitted to the respective committees.</p> <p><i>NB: The Board adjourned for lunch at 12:30 pm and reconvened at 1.00pm.</i></p>	<p>MBA</p>

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5.	<p>FINANCE REPORT</p> <p>The CFO introduced the finance papers which had been circulated to the Board. In terms of the 2020/21 accounts, she highlighted the key issues and reported that the accounts would not be finalised until post the audit process. The audit timetable was outlined with the first meeting to be held on 23rd October. The Chair of the Finance and Audit Committee acknowledged that any weaknesses in systems and controls were being addressed.</p> <p>The Board noted the report.</p> <p><i>NB: KC left the meeting at 1.25 pm.</i></p>	
6.	<p>MOUNT TAMAR</p> <p>MBi introduced an update on the conversion process relating to Mount Tamar, specifically detailing the quality of education. There followed a discussion on the due diligence process involving estates, governance and finance.</p> <p>The Board noted that there were significant risks mainly around estates, staffing and budgetary issues. The Board agreed that representations be made to the Regional Director and ESFA signalling the key findings of the due diligence exercise and reiterating the accountability of charity trustees in not risking any existing provision. Indemnity would be sought to mitigate these risks or at a minimum extend the conversion deadline.</p> <p>It was agreed that the Chair write on behalf of the Board, to the Regional Director setting out the commitment of the Trust whilst balancing the risks and accountabilities as charity trustees. This would also seek indemnity/mitigations.</p>	Chair
BUSINESS ASPECTS		
7.	<p>SUPPORT SERVICES – OPTIONS AND PROPOSAL</p> <p>The Board was given an update on current preparation with regard to the future of support services of the Trust. This included the position of the current contract and any future considerations. A number of options were set out and it was noted that the preference of the executive was option 4: Re-design some or all of the service areas and revise contract to reflect this, also reducing costs. A lot of time and finance had been invested in the contract but improvements were needed. In parallel, research was being undertaken into models used by comparable trusts.</p> <p>It was agreed that work continue on the preparations for future support services of the Trust.</p>	MBA SH
8.	<p>ANNUAL SIGN OFF OF DECLARATIONS OF ANY PECUNIARY/BUSINESS INTERESTS</p> <p>The annual sign off of declarations of pecuniary or business interests was undertaken by the Board. SH would ensure that any forms which had not been completed by new Trustees or employees would be completed. TT noted he had resigned as director of Acorn MAT.</p> <p>It was agreed to make the necessary amendment with regard to TT and upload the updated register of interests onto the Trust website.</p>	SH SH

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9.	<p>MINUTES OF LAST MEETING HELD 14TH JULY AND 25TH JULY AND MATTERS ARISING</p> <p>The minutes of the meetings of the Board held on 14th July 2022 and 25th July 2022 were agreed as a true and accurate record.</p> <p>Review of Action Tracker: No specific issues required highlighting on the Action Tracker as urgent items were on the agenda for the meeting or for the September Board meeting.</p>	SH
10.	<p>CEO UPDATE REPORT</p> <p>The CEO presented his comprehensive update report and made specific reference to positive outcomes for students across the Trust. Key areas of update were:</p> <ol style="list-style-type: none"> 1. Trust Context 2. Self-Evaluation Areas: Curriculum, School improvement; Governance, Financial Management, Workforce 3. Board Priorities: Courtlands Leadership; Mount Tamar; PCC AP Proposal Paper 4. Wider Updates 5. External engagement undertaken by CEO <p>The Board noted the report and MBA took questions as appropriate.</p>	
11.	<p>GOVERNANCE UPDATE</p> <p>SH presented an update on governance developments to date, and proposals for taking governance aspects, still in need of development, forward. A planning timeline and prioritisation of issues was provided.</p> <p>The Board were advised of the recruitment of the director of education who would be taking up appointment in October 2022.</p> <p>The Board agreed the governance development plan and timeline.</p>	SH
For Monitoring/Approval		
12.	<p>COMMITTEE FEEDBACK</p> <ul style="list-style-type: none"> • Members Meeting 27 July 2022 – MBA provided an overview of the recent Members meeting. • Remuneration Committee - Discussion took place with regard to the remuneration committee and it was agreed that the remit of the committee be folded under the finance and audit committee should the remuneration committee chair not be available. This would ensure regularity of meetings where needed. SH would update the terms of reference accordingly. <p>It was agreed that remit of the Remuneration Committee be folded under the Finance and Audit Committee and that the respective Terms of Reference be updated accordingly.</p>	SH

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13.	AOB	
i	Consideration of circulation of papers: Following consideration of circulation of papers to the members it was agreed that the presentation given by Stephen how be circulated along with the see a report and the governance update.	SH
ii	CEO and Inspections: The Chair made reference to a proposition regarding the CEO and Ofsted inspections. This would provide an income stream to the Trust which could be used for staff training moving forward. The Board agreed that the CEO be authorised to undertake Inspections (maximum of one per term) and that the reimbursement be used for staff training.	MBA
	Date of next meeting	
	14 September 2022	

Meeting closed at 3pm



Approved by:

CHAIR

Date of Approval: ...14 December 2022