

**Trust Board
Meeting Minutes**

22nd February 2018 at 8.00am

Trustees Present

Claire Lawton (CL Chair) Philip Hodgson (PH), Donna Cornwell (DAC), David Lamkin (DL), Richard Cowling (RC), Sue Speller (SCS)

Others Present

Prue Rayner (PR Executive Primary HT), Rebecca Walsh (RW COO), Jon Culpin (JC DCEO), Duncan Cooper (DPC DCEO), Roger Inman (RI Stone King – for item 5 only) and Natalie Drewery (ND Clerk)

	ITEM	ACTION
1.	Acceptance of Apologies for Absence	
	Apologies were accepted from Kate Evans (KE CEO), Ken Murphy (KM) and Duncan Hambidge (DH) CL reported that due to family commitments, Simon Humphrey had resigned.	
2.	Declarations of Interests	
	No interests were declared.	
3	Agree minutes of last meeting	
	The minutes were agreed as a true record	
4.	Approval of LGB Trust Governor at Sawston – Daniel Stratford	
	A profile had been circulated to all trustees; JC summarised that the applicant is well qualified, with both education and accountancy backgrounds. The recruitment has been conducted through the Inspiring Governance website. All Trustees approved the appointment of Daniel Stratford to LGB Trust Governor at Sawston.	
5.	Stone King Training Session	
	RI provided a current legal update, the presentation slides will be circulated by CL. Highlights: <ul style="list-style-type: none"> • Current DfE policy re Academy Governance <ul style="list-style-type: none"> ○ Ofsted scrutiny of functionality of layers of governance. ○ Members should be different from Trustees; Chair of Trustees should not be a Member, to enable separation of powers and scrutiny. Due to the extensive workload, there should be a move away from Trustees being LGB members. ○ CEO is not an ex-officio trustee. ○ DfE is removing powers of suspending trustees. ○ Trustees should look to demonstrate financial competency of the board, with a commercial attitude to investment policy. 	CL to circulate presentation

	<ul style="list-style-type: none"> ○ New Academies Financial Handbook 2017 focuses on: Governance, Executives Pay, Repercussive transactions. ● Local GB matters <ul style="list-style-type: none"> ○ Ofsted have commented on MAT inspections, in particular the roles and responsibilities in the Trust of LGB's and the need to ensure competency and knowledge. ○ There should be effective delegation from Trust to LGBs. ○ Parent representation – there is still a requirement for 2 on LGB's; question could this be a MAT wide interpretation. ● Company Law / Governance <ul style="list-style-type: none"> ○ Members must act in the best interests of the company. ○ Collective responsibility of trustees – consider the size, with a view to having 5-7 fully involved at one time. ● Other MAT Governance items of interest <ul style="list-style-type: none"> ○ Average top slice is 4.6%; over half of MATs take 4-5%. ○ The Education Committee has concerns re MATs accountability and transparency. ○ A growing idea is associate membership of MATs; could be used to sell services to another school to give a “trial” period of joining the MAT. <p>In response to a question regarding learning areas for this Trust, RI suggested:</p> <ul style="list-style-type: none"> ● Separation of roles to focus governance. ● LGB roles – map competencies and define roles & responsibilities. ● Trustees to understand what's going on below their level of governance. ● Central committees need to reflect the structure of the MAT; keep membership small but focused on competency. ● The Trust Board has a strategic role; no overlap with LGB roles. <p>CL thanked RI for his presentation, noting that at the recent MAT Development Day, it had been suggested that the Chair of Trustees should be a member, contrary to RI's statement.</p> <p>(RI left the meeting at 0845 hours) (PR & RW stepped out of the meeting at this point)</p>	
6.	CEO Report	
	<p>Noting this had been circulated prior to the meeting, questions were invited:</p> <p>Q/. A trustee noted that the introduction of the primary hub may not meet its 01 March deadline and queried why.</p> <p>A/. JC commented there have been problems with the leases; the legal aspects are taking time to address.</p> <p>Q/. A trustee queried what the financial implication of this delay might be.</p> <p>A/. DC advised £10k per month; the delay will be raised with Jonathan Lewis, LA Education Director.</p>	

	<p>Q/. A trustee queried if 5th April would be a deadline for the LA, given its budget runs April to April. A/. JC clarified that conversions take place throughout the year, 5th April would not be seen by the LA, as a deadline to work towards.</p> <p>CL noted that the MAT Development Day which she and KE attended had been very useful and informative; as part of this, the MAT has been matched with River Learning Trust, in Oxford; they will provide advice next week, on MAT development and governance.</p>	
7.	Committee Reports	
	<p>Minutes of the committee meetings had been circulated to all trustees.</p> <p><u>ASC</u></p> <ul style="list-style-type: none"> - Focused on the central question of standardisation; how we can compare across the trust. - Discussed the Netherhall Review. - Quality Assurance will be a regular discussion; reviewed data and moderation. <p><u>Governance Development Working Group</u></p> <ul style="list-style-type: none"> - Discussed Board v. LGB membership; future appointments will be to separate the two roles. - Size of the Board was considered, given 2 members have planned to step down and with SH resignation; the size is still viable. A NGA Skills Audit will be conducted, thereafter recruitment will be targeted. <p><u>F&A</u></p> <ul style="list-style-type: none"> - Discussion reflected the presentation made by RW re commercial opportunities and the reserves policy. Whilst it was agreed that the reserves should be reduced, this is an ongoing discussion as to the amount. - The risk, associated with the reserves policy was discussed. - H&S Link Trustee is needed; anyone willing to take on this role to discuss with CL. The allocation of link trustees is important, but it is also important that trustees have a skill in the areas they take on. 	<p>All to consider H&S Link Trustee role</p>
8.	Growth Strategy	
	<p>Trustees had been provided with a number of papers for discussion. Two groups were formed to discuss SWOT analysis and Political Landscape. (PR and RW re-joined the meeting) Feedback from the groups: <u>SWOT Analysis:</u></p> <ul style="list-style-type: none"> • How to achieve good to great; how do we market our excellence, having had two good outcomes. • How to communicate Trust identity. • Accommodation of central services – how do we convince potential partners that we have the capacity and portray our efficiency. • Working with other MATs; including feeder schools who are already in another MAT. • Identify talent in the MAT for opportunities and staff retention. 	

	<ul style="list-style-type: none"> • Revisit the Charter – is it relevant and appropriate. <p><u>Political Landscape:</u></p> <ul style="list-style-type: none"> • No mention of grammar schools; need to have consideration for, if competing for free schools. • Establishing school improvement systems will demonstrate MATs ability to cater for all levels. <p><u>Growth Strategy 2018- 2021:</u></p> <p>JC provided a presentation on rationale for growth and the key components, noting that there is movement towards larger MATs; standing still is not an option.</p> <p>The two groups were provided with 10 questions to consider the key components and approval was sought to enable the SLT to provide detailed modelling work to implement the growth strategy. Trustees completed the 10 questions, providing the written answers to the Executives.</p> <p>The trustees approved the proposal to work on the detailed modelling.</p> <p><u>Next Steps:</u></p> <p>JC noted that in order to proceed, this will need upfront investment for items such as free school bid writing, due diligence, school improvement team development. Although the specifics of the plan are not yet in place, it was forecast that £50-100,000 would be required from the reserves fund to pay for this work.</p> <p>The trustees broadly agreed to the principle of this money being used from reserves, noting that a detailed plan of spending will be provided in due course.</p> <p>CL thanked all trustees for a productive meeting, with interesting discussions taking place.</p>	
9.	AOB	
	<ul style="list-style-type: none"> • CL advised that following a recent discussion with KE and Jonathan Lewis, LA Director of Education, there is a need going forward, to introduce a School Improvement Board. This is subject to further discussion, but the principle of establishing a School Improvement Board exists. • SS reported that herself and DL attended a course on Vulnerable Students, looking at Pupil Premium Strategy; Sawston was praised for the clarity of its layout on the school website and seen as a good template to use. 	
10.	Date of next meeting	
	<p>The next Trust Board meeting will be held on 17th May, 2018, 8am.</p> <p>The meeting closed at 10.25 hours</p>	