

MINUTES of the BOARD MEETING

10 December 2015, 5.00 at Fowey Primary.

Part A Public.

Item	Subject	Action
	<p>Present: Kevin Johns (KJ) Peter Marshall (PM) – Chair David Parker (DP) - CEO Kevin Pearce (KP) Mark Rudge (MR) Julie Seyler (JS) <i>items 1-11.1 only</i> Ramon van de Velde (RV) <i>items 1-11.1 only</i></p> <p><i>Also in attendance:</i> Jeremy Alder (JA) – Trust Secretary Ben Bull (BB) – Director of IT Ellie Willcocks (EW) – CFO</p>	
	<p>Apologies: Jeremy Barnard(JB); Emma Knowles (EK); Shaun Netherton (SN); Chris Price (CP).</p>	
1	<p>Conflicts of Interest: no additional interests declared.</p>	
2	<p>Previous minutes of the 1st October 2015 were accepted subject to one correction: 8.1 Clare <i>Emery</i></p>	
3	<p>Matters arising</p>	
3.1	<p>Action Tracker. Directors confirmed they would like this to be maintained.</p>	JA
4	<p>Committee minutes</p>	
4.1	<p>Finance Committee 22 October. No comments received.</p>	
4.2	<p>Audit Committee 26 November. Draft minutes not yet approved – deferred.</p>	JA
5	<p>Audited accounts</p>	
5.1	<p>KP explained he had attended Audit Committee for this item so he could present the audited accounts to the Board on EK’s behalf. EK has confirmed that the accounts follow the required procedures and format and are unqualified. KP confirmed there had been a full debate at the meeting with a comprehensive run through by the auditors. Some amendments were made to the draft Trustees report.</p>	

5.2	<p>KP confirmed that the committee had agreed it should capture all the lessons to be learnt from this first year of which the most obvious is the need to have more time to read the drafts in advance next year.</p> <p>KP reported that the committee were pleased to see that EW had already actioned items raised in the accompanying Management Report and had prepared an action tracker for the remainder.</p>	
5.3	<p>KP confirmed that he and the Audit Committee are happy to recommend that the accounts are approved and signed off tonight, together with the letter of representation.</p> <p>PM proposed the Board accept the accounts. Agreed.</p>	EW
6	CEO's Performance Management	
6.1	PM confirmed this has been completed.	
7	Headteacher's Performance Management	
7.1	DP confirmed all HT's PM has been completed.	
8	Strategy discussion	
8.1	PM introduced his lengthy briefing paper by making the link between the next 3 agenda items and summarizing his thinking on how the Board should be operating in the future and why change was required.	
8.2	<p>New approach to agendas.</p> <p>How we present information will change so papers will be sent out sooner and when available rather than just before a meeting. Directors need to read and feedback comments <i>before</i> meetings so that sufficient time can be allocated when required. He stressed this approach is not designed to stifle discussion but on the contrary to allow it to be focused and given sufficient time. The 'consent' agenda approach is consistent with this theme of devoting more meeting time to debate and discussion.</p> <p>MR asked for a 'pull' rather than a 'push' approach – ie documents made available for directors to download. JA confirmed that the new trust website was not designed to provide this functionality – BB offered to find an alternative solution.</p> <p>RV asked for greater clarity when papers were issued as to whether directors just needed to read 'for information' or a definite decision was required.</p> <p>Following further discussion it was agreed that:</p> <ul style="list-style-type: none"> • Every paper issued needed to have a cover paper which made it clear what was required • The status of a paper could change between date of issue and the meeting so the process needed to reflect this • Agendas would in future be finalised and issued just a week in advance to accommodate any questions raised and ensure sufficient time is allocated for discussion <p>Directors agreed to adopt the consent agenda approach.</p>	<p>BB/JA</p> <p>JA/PM DP/EW</p>
8.3	<p>s.5 What are we?</p> <p>PM put this in the context of Ofsted visiting and wanting to speak to us. All Directors would need to know key facts about each school.</p> <p>s.6 Income generation.</p> <p>EW pointed out that currently this is a very small percentage of each school's budget.</p>	

	<p>s.7 What does success look like? PM mentioned discussion at the LGB Chairs’ meeting which identified this as <i>their</i> primary driver but still feels the Board needs a summary sheet for each school which focuses on headlines rather than detailed data. KP made a reference to the recent Ofsted training which had consistently referred to the school and the pupils and contrasted this with the Board’s emphasis on ‘the business’ – suggesting we need to bridge this gap where required. DP clarified the difference between what Ofsted ask an LGB and what they expect the Board to know. PM proposed that the summary report should come from each school / LGB, with subsequent commentary from the CEO / CFO to either confirm or contest it.</p>	
8.4	<p>s.8 Existing plans. PM explained he had looked at current plans and documents and noted that the aims identified at the strategy day now differ (focus has been on Aim 2). DP pointed out that as we now understand our roles far better - how a MAT can work, the role of the CEO / CFO etc – then all previous documents and decisions need to be re-visited. One example is the implication of Penrice still being the only secondary school. DP confirmed that our tight ‘geo-cluster’ is working well for the primary schools but Penrice is not getting the same benefit. He very briefly explained other options the trust could consider to address this but accepted that things may change in the coming months anyway. PM agreed that the Board does need to review these. DP suggested that a longer discussion was needed than available tonight. RV asked if this needs to involve Members? Yes but the Board decides first.</p> <p>s.8.5 Risks. Meeting agreed that these needed to be brought back to a future meeting.</p>	PM/DP
8.5	<p>Next the meeting discussed at length the respective roles of the Board and management in drafting strategy to achieve our vision. Much of the debate used IT as an example (see <i>item 9 below as well</i>). PM stated his position as needing clarification over plans versus strategy; that the Board does not currently know the questions it should ask or the systems it should ensure are in place; and we want management to bring options to us to choose from. MR suggested we need clarity over the vision for strategies to be effective. JS felt that the vision <i>is</i> clear – but <i>how</i> we implement it is not. MR added that options need to be presented in terms of ‘how does this benefit children?’ - so need to be described in our <i>business</i> rather than IT terms. So ‘is current IT delivering what we want it to do?’ Management can articulate the challenges – what is not working with our current arrangements. KP felt we should discuss what we do on improving outcomes for children, and IT wasn’t a good example to focus on. He added that his business has ditched separate IT/HR strategies and just has plans to achieve their overall strategy. The debate concluded with agreement that the Board:</p> <ul style="list-style-type: none"> • needed to understand current position • be told where management want us to be • then be presented with options they can prioritise in terms of budget and capacity 	

9	IT Strategy	
9.1	<p>JS asked DP if there is a shared view between him and the HTs? Only around infrastructure and he feels it is upto HTs and their staff to decide, and we share expertise in making decisions. IT is just an enabler and we need to judge it against what results are the students getting - one size will not fit all. BB made the case for the guiding principles being the board's decision then left to management to proceed, explaining his experience with other boards in the past. PM disagreed and felt the Board do need to see options to be able to choose from. DP summarised this approach as “where are we now?” and “where do we want to be?”. These are straightforward questions which can easily be presented in a briefing paper.</p>	
10	Finance & HR Strategy	
10.1	<p>PM introduced this item by pointing out that Directors had not had enough time to provide feedback, and noted the various links to IT as well. EW argued for decisions to be taken today due to the range of implications of any delay (for individuals and the Trust as a whole). PM stated he was not happy to make any decision today. He read out comments provided by EK which included concerns over overall cost implications, and pointed out we are planning to have another meeting in less than 6 weeks. DP explained the delay in issuing the paper was due to having the discussion with all the HTs to get clarity over the finance proposals. He reminded Directors that this is a Board decision and we do not need to seek any approval from LGBs to change our approach. PM stressed the paper does move us forward and he was not being critical of the approach or the recommendations. KP added we will sometimes need to make ‘risk-based’ decisions and agreed we need to have some more answers over costs but requested any delay is minimised.</p>	
10.2	<p>PM asked Directors for any other views? JS noted the paper covered a range of topics and although Finance seems straightforward she felt the HR decisions would be really critical and it might be better if they were separated out? MR queried if we shouldn't have more options to choose from? EW reminded the Board that this procurement is within the threshold for delegation to officers (upto £50K) – but accepted this could have been made clearer in advance. KP stressed again that we must minimise any delays and having been closer to this area than others has concerns over our team's capacity and potential control issues in the future.</p>	
10.3	<p>PM summarised the discussion by pointing out that some very major changes are included in this strategy and some fundamental changes to our previous direction. He does not disagree with either the content and suggestions but there has been limited time to study, reflect and ask questions and several Directors were not present. DP noted that ELT have talked about this fortnightly for some time but we have ‘left you behind’. HTs are now in a very different position from what they signed up to and all are 100% behind it. We have adjusted our mindsets so the proposals do not appear so radical to us as they do to you.</p>	

	KP accepted that the fundamental decisions need more debate time but the concerns over the central team capacity need to be addressed urgently. MR suggested everyone re-read in the next week and send comments to EW. Agreed.	
11	CEO update	
11.1	Confidential item	
11.2	<p>Data and progress reports</p> <p>DP explained his summary report circulated in advance and the accompanying data reports for the 6 schools.</p> <ul style="list-style-type: none"> • St Mewan is the only school achieving well above national benchmarks, Carclaze and Penrice are most at risk • Maths is a MAT-wide concern – especially with girls • KS1 not particularly strong – emphasis is on phonics and SPAG - but 4 of 5 had improved KS1 results • All 5 had improved KS2 results <p>DP summarised the actions taken at Penrice to address their disappointing English results including recruiting a new head of department and using an experienced external consultant. Key learning point has been we must never assume we are doing it right.</p> <p>He highlighted the key issue of staff retention with reference to the current Science team of 11 staff. The best 2 are going on maternity leave, 3rd is having an operation, 4th leaving at Easter and a 5th going off for a year.</p> <p>Directors discussed the style and content of the reports and made various suggestions. DP explained he had included pay scale information to illustrate the impact on staffing budget.</p>	
12	Training	
12.1	PM reported that at the recent LGB Chairs' meeting they had seen governor training as a priority area and he was happy to recommend that the trust develops a programme incorporating delivering our own induction training. Directors approved this recommendation.	JA/DP
13	Items for next agenda	
13.1	<p>Additional meeting proposal.</p> <p>Given the number of non-attendees at the meeting, the various issues raised during the strategy discussion and DP's non-availability for the next scheduled Board meeting it was agreed to re-schedule this for early next term and extend the length of the meeting with a 2.00 start.</p>	JA
13.2	KP thanked PM for his contributions to the Board over the past year.	
	<i>Date of next meeting now confirmed as:</i> 21 January 2.00 – 7.00 at Penrice.	ALL
	Meeting finished at 7.20	

Signed	Date
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