

MINUTES of the BOARD MEETING

29 September 2016, 5.00

Item	Subject	Action
	<p>Present: Michael Cooper – Chair Emma Knowles (EK) Shaun Netherton (SN) Kevin Pearce (KP) Chris Price (CP) Mark Rudge (MR) Julie Seyler (JS) Ramon van de Velde (RV)</p> <p><i>Also in attendance:</i> Jeremy Alder (JA) – Trust Secretary Richard Baker (RB) - Secondary Lead Jill Gerrish (JG) – Interim Financial Controller Simon Pollard (SP) – Primary Lead</p>	
	<p>Apologies: Jeremy Barnard(JB), David Parker (DP), Kevin Johns (KJ). MC welcomed JG to the meeting.</p>	
1	<p>Conflicts of Interest: no additional interests were declared.</p>	
2	<p>Previous minutes of the 14 July 2016 were accepted as an accurate record.</p>	
3	<p>Matters arising</p>	
3.1	<p>Part A. 5.1 KS2. SP confirmed that the trust wide review is underway and due to be finished before the RSC visit.</p>	
3.2	<p>Part B. 3.4 Mevagissey. The Chair explained the decision to extend temporary head teacher arrangements for the rest of the year.</p>	
4	<p>Chair's Actions</p>	
4.1	<p>The Chair summarised the actions taken to cover the CEO's absence:</p> <ul style="list-style-type: none"> • Several directors have linked with a member of the central team • SP and RB appointed as Primary and Secondary Lead's respectively following interview • Chair or Vice Chair attending weekly central team meeting 	
4.2	<p>The Chair together with SP and RB will meet with the RSC when she visits the Trust next month. Together they will emphasize the importance of bringing another secondary school into the MAT.</p>	

4.3	<p>Directors raised some concerns over the blurring of the boundary between governance and management, but recognised this was a risk-based decision. RB offered to line manage the central team as part of his acting up and directors agreed this was a more satisfactory solution.</p> <p>They also noted that the Trust needed to learn from this and be better prepared in the future to avoid any repetition.</p> <p>The absence of any reference to line management responsibilities in the Primary Lead job description was highlighted, and also whether the Trust should put more resources into providing cover.</p> <p>The following was agreed:</p> <ul style="list-style-type: none"> • Amend Primary Lead job description to include line management responsibility • RB to line manage central team 	MC
4.4	<p>The Chair thanked those Directors who had already met with central team staff, and asked that if anyone has more issues to raise they do this with him directly in the immediate short term.</p> <p>The Vice Chair confirmed he shared the concerns raised about the capacity of some elements of the central team and that these should be minuted. Agreed.</p>	
4.5	<p>The Chair reported that he and the Vice Chair had met with the Principal and LGB Chair of Penrice and had a frank and positive discussion of their concerns over their financial contribution and use by the Trust of Penrice's facilities.</p>	
5	Finance update	
5.1	<p>The Finance Committee Chair reported he was very reassured that JG is a 'very safe pair of hands' covering maternity leave, and is providing good support to Alice Rowse in her HR role.</p>	
5.2	<p>The Finance Committee Chair reported he had approved the following decision - Luxulyan have used £18K of their reserves to purchase essential IT hardware.</p>	
5.3	<p>The Finance Committee Chair reported that our HR provider are reviewing differential pay rates for admin posts across the trust and how they could be harmonised. He anticipates a proposal will come to the Board in due course.</p>	
6	Committee reports	
6.1	<p>Audit Committee - meeting of 7 July 2016.</p> <p>The Committee Chair reported that the committee is pleased with the results of the internal audit work.</p> <p>The Committee Chair highlighted that the Chair of Audit Committee will now also be the named Whistleblowing Director.</p>	
7	Appointment of Chair / Vice Chair	
7.1	<p>Agreed JA will conduct this process via email resolution.</p>	JA
8	Future of Governance	
8.1	<p>The Chair introduced his presentation and summarised why he wanted the Board to review and debate governance arrangements.</p> <p>He asked Directors if there were any other factors they thought should be considered and the following were raised:</p> <ul style="list-style-type: none"> • Should we be looking at other models? • Current lack of feedback from LGBs – to whom we have delegated various responsibilities – leaves us exposed as a Board 	

8.2	<p>Directors discussed the 9 questions posed to them and agreed the following:</p> <p>1. <i>To reduce the potential for conflicts of interest, no director should be a member of one of the LGBs</i> Q: Do you agree? If so, when should this come into effect? Are there any other conflicts of interest that should be considered? A: Yes – dual membership to cease. Timing – dependent upon work by task & finish group on how to improve communications, monitoring and reporting.</p> <p>2. <i>Each LGB could have a 'link director' to improve communications and support their chair.</i> Q: Do you agree? A: defer – Task & Finish group to include in their brief</p> <p>3. <i>To make the Board more manageable, the number of directors should be reduced</i> Q: Do you agree? If so, how many directors should there be? A: No fixed number – needs to have all the skills we think we need but after that smaller is preferable.</p> <p>4. <i>There should be an annual review of each individual director's contribution to the success of PLT.</i> Q: Do you agree? A: Yes - keep informal, good opportunity for 2-way dialogue</p> <p>5. <i>To reduce duplication, the Finance Committee should be disbanded and its functions taken on by the Board.</i> Q: Do you agree? A: Yes – as long as one director is as heavily involved as current committee chair.</p> <p>6. <i>It is good practice to have an Audit Committee (though not a requirement) so it should be retained .</i> Q: Do you agree? A: Yes – but review membership</p> <p>7. <i>While it has been suggested that a committee should be created to focus on standards, this function of the Board is fundamental to its existence so should not be delegated.</i> Q: Do you agree? A: Yes</p> <p>8. <i>The Board currently meets 6 times per year and some committee meetings could be replaced by additional Board meetings.</i> Q: Do you agree? If so, how many? A: Yes – increase to 8</p> <p>9. <i>There will be occasions where it would be helpful if a small number of directors formed a group to consider a specific topic in depth and reported back to the Board with recommendations. An example of this would be the allocation of capital funds.</i> Q: Do you agree that going forward the creation of 'task and finish' groups would be useful? A: Yes – first will be one to look at improving communications, reporting and monitoring between board : LGBs : management</p>	
-----	--	--

8.3	<p>Membership of the Communications Task & Finish group was discussed and the following agreed: 3 x directors – MC, SN, RV 2 x LGB chairs – to be recruited at the 7 October meeting Primary Headteacher – SP Trust Secretary</p>	MC
	<p>Dates of next meetings: Finance – 3 November 5.00pm Board – 17 November 5.00pm Audit – 12 December 5.00pm Board – 15 December 5.00pm</p>	