



# Truro and Penwith Academy Trust

## Minutes of the Board of Trustees of Truro and Penwith Academy Trust (TPAT) meeting held on 10 July 2018 at Truro College

**Directors:** Dr J Blunden (Chief Executive), Mr R Crossland, Mrs S Dickinson, Mrs A Firth, Mr T Lister, Mr A Stittle, Mr D Williams, Mrs E Winsor (Chair) and Mr P Wroe

**In attendance:** Mrs H Andrew (HR Manager), Mrs J Brinson (Director of Business and Finance), Mr E Burns (for item 18/57 onwards), Mr J Eddy (Estates and Facilities Manager) and Mrs A Winter (Company Secretary)

**Apologies:** Prof A Livingston and Ms S Roby  
Also, Mrs C Fortey (Director of Education)

Item	Discussion/Decision	Action
18/54	<p><b>Chair's Business</b></p> <p><b>54.01 Trustee Resignation</b></p> <p>The Board <b>ACCEPTED</b> the resignation of Sarah Roby who was standing down due to workload pressures. Members expressed their sincere gratitude to Sarah for her considerable contribution to the work of the Board and for her support and commitment.</p> <p>The Search and Governance Committee would consider the vacancy and review membership at the earliest opportunity.</p> <p><b>54.02 Governance Officer Appointment</b></p> <p>The Board <b>APPROVED</b> a recommendation from the selection panel to appoint Mr Eamonn Burns as TPAT Governance Officer from 1 September 2018. Trustees noted that although Eamonn was currently an LGB governor at Perranporth School he was due to end his governor term before taking up this post.</p> <p><b>54.03 Headteacher Appointments and Vacancies</b></p> <p>Trustees noted that on behalf of the Board, the Chair had approved the appointment of Mr Bill Coleman (currently Headteacher at Sennen) as Headteacher at St Erth from January 2019 and <b>ENDORSED</b> this decision. Rick Gill would be acting as Executive Head for Nancledra and St Erth until Bill Coleman took up post. Interim arrangements to cover the vacancy at Sennen, pending a full appointment process were being reviewed.</p>	<p>Company Sec to convene S&amp;G Committee</p>

	<p>Trustees noted that recent appointments and vacancies provided career progression opportunities within TPAT which could be attractive to prospective employees. The Director of Education was supporting a small group of staff who were new to headship roles and the HR Manager would be taking forward proposals to identify and support aspiring school leaders.</p> <p><b>54.04 Audit Committee</b></p> <p>The Board <b>APPROVED</b> the appointment of Terry Lister as a member of the Audit Committee</p> <p><b>54.05 Automatic Disqualification</b></p> <p>Trustees noted that new charity legislation being introduced from 1 August 2018 would extend the reasons for the automatic disqualification of charity trustees and senior executives of charities. All trustees were required to sign a new declaration form to confirm continued eligibility.</p>	<p>ALL to take action</p>
<p><b>18/55</b></p>	<p><b>Minutes</b></p> <p>The Minutes of the meeting held on 16 May 2018 were <b>APPROVED</b> and signed as a correct record.</p>	
<p><b>18/56</b></p>	<p><b>Matters Arising</b></p> <p><b>56.01 Shared Local Governing Boards (Minute 18/39.02)</b></p> <p>Trustees noted that Michelmores was in the process of drafting amendments to the Articles and Scheme of Delegated Authority (SoDA) as well as seeking DfE approval to enable a single local governing body (LGB) to oversee more than one academy.</p> <p>The Chair and Chief Executive had discussed the governance arrangements for Cape Cornwall School with the St Ives LGB. Transition arrangements and membership changes would be implemented once responsibility was relinquished by the Interim Executive Board and transferred to a shared LGB.</p> <p><b>56.02 Annual General Meeting (Minute 18/39.03)</b></p> <p>The Board <b>ACCEPTED</b> a proposal to schedule the TPAT AGM on 19 March 2019, to follow the Board meeting.</p> <p><b>56.03 Governance Review (Minute 18/39.04)</b></p> <p>Trustees noted that the outcome of the annual Skills Audit and Self-Assessment Questionnaire were being collated and would be reviewed by the Search and Governance Committee.</p> <p><b>56.04 Use of Personal Emails Reporting (Minute 18/47.02)</b></p> <p>In accordance with the Information Commissioner's Office (ICO) advice concerning information held in personal email accounts and GDPR implications, it was <b>AGREED</b> that instructions for setting up and using the TPAT email accounts should be circulated to Trustees.</p>	<p>ALL to note</p> <p>Data Processing Officer/Company Sec to circulate information</p>

	<p><b>56.05 Safeguarding (Minute 18/49)</b></p> <p>Trustees noted that Headteachers were being asked to nominate a safeguarding contact to undertake specific training (delivered through the Teaching School) to disseminate to colleagues.</p> <p><b>56.06 Headteacher Remuneration (Confidential Minute 18/39.06)</b></p> <p>This confidential item is separately minuted.</p>	
18/57	<p><b>Chief Executive's Report</b></p> <p>The Chief Executive presented a confidential report highlighting national, regional and local issues as well as developments within the Trust. A range of issues were discussed, including:</p> <ul style="list-style-type: none"> <li>• <b>Understanding Your Data</b> –DfE guidance for governors and trustees had been published emphasising the importance of high quality data and appropriate evidence to inform decision making. The ways in which information was reported to the Board would be reviewed in line with the guidance and two key areas had been identified for further development: Curriculum Planning and the School Community.</li> <li>• <b>Integrated Curriculum and Financial Planning</b> – as a condition of the MAT Development and Improvement Funding the Trust was required to implement a model of curriculum led financial planning. The work was funded by the DfE however, due to the number of schools involved, the costs for TPAT were expected to exceed the standard grant and a bid for extra funding would be submitted. The work would produce benchmarking measures which would be useful for internal comparisons on performance between TPAT schools.</li> <li>• <b>HR Developments</b> - due to the growth of the central team, the establishment of TPAT and need to separate related party transactions, the central staff who were currently employed through Truro and Penwith College would be transferred to TPAT under a TUPE process.</li> <li>• <b>Central Capacity</b> – provision had been made in the 2018/19 budget to strengthen the central team with the appointment of a term-time HR Assistant, Senior Finance Technician and a part-time Fundraising Officer</li> <li>• <b>Standards and School Performance</b> – Mithian School had been subject to a positive Ofsted inspection in June and the final report was awaited. The new Headteacher at Newlyn was reviewing the immersive curriculum in the light of concerns expressed generally by Ofsted about the immersive approach.</li> <li>• <b>Estates</b> - Newlyn School had undertaken significant health and safety related works and other site improvements which had been well received by the school community.</li> <li>• <b>Growth</b> – Lanivet, Cardinham and Berrycoombe primary schools joined TPAT in June, with Bodriggy due to join in October and Nanstallon in November 2018. Cape Cornwall Secondary School was due to join in September and funding and legal issues were being addressed prior to the transfer.</li> </ul> <p>The Board <b>NOTED</b> the ongoing progress and latest developments.</p>	

<p><b>18/58</b></p>	<p><b>Finance Matters</b></p> <p><b>58.01 Management Accounts and Cashflow Projections</b></p> <p>The Board considered a summary of the revenue position for the period from 1 September 2017 – 31 May 2018 for individual schools, the central activity and the Trust as a whole, (including the three schools which joined in June 2018). TPAT was considered a large multi academy trust with 23 schools, 4,462 pupils and 753 staff.</p> <p>Trustees were aware that schools had set very tight budgets and some would require the use of reserves to support their overall position. An indication of whether the projected outturn for 2017/18 for each school had improved or deteriorated and an explanation of any significant variations was provided. Pendeen and St Ives had worked especially hard on their recovery plans and on implementing a sustainable business model. Trustees noted that in a number of cases, specific one-off factors such as long term sickness had impacted on expenditure and were not expected to continue into 2018/19.</p> <p>Trustees also discussed reserves and agreed it was important that LGBs made best use of available resources to benefit pupils, whilst avoiding using reserves to supplement revenue. It was agreed that the planned use of reserves for specific projects was an area that needed closer attention and the Board asked that a Reserves Policy and guidance for LGBs was drafted for further consideration.</p> <p>During discussion the Board sought clarification on Start-Up grant funding and noted this was only available to academy conversions so the three latest schools to join TPAT did not qualify.</p> <p>The donation received by TPAT had improved the MAT Central position and plans for use of the additional funds were being developed. An application to register for Gift Aid had been submitted.</p> <p>Following discussion Trustees <b>NOTED</b> the revenue position, projected outturn and cashflow forecasts.</p> <p><b>58.02 Proposed Budgets for New Schools</b></p> <p>The Board <b>APPROVED</b> the proposed budgets from June – August 2018 for Berrycoombe, Lanivet and Cardinham schools which joined the Trust on 1 June.</p> <p><b>58.03 Proposed Budget for 2018/19</b></p> <p>The Board considered the proposed budgets for all 23 schools for 2018/19 together with projections for 2019/20 and 2020/21.</p> <p>Trustees noted that the financial position remained extremely tight with an overall reduction in ESFA funding due to changes to the funding formula, a decline in pupil numbers and reduction in the Education Services Grant which was being phased out. Staffing costs were expected to rise as a result of the pay increases recommended by the independent School Teachers Review Body (STRB) which would not be fully funded by Government.</p>	<p>Director of Business &amp; Finance to draft Reserves Policy &amp; guidance</p>
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The Board was pleased to note good progress with the various schemes, including Pendeen (damp remediation), St Ives (fire safety improvements) and Pensans (toilet replacement) that were already underway and the SCA works scheduled to take place during the summer holiday.

The financial position for capital expenditure was **NOTED**.

### **60.02 Premises/ Health and Safety Annual Report 2017/18**

The Estates and Facilities Manager presented the Annual Report for 2017/18 and highlighted in particular:

- implementation of the Safe Smart system for tracking and monitoring health and safety related compliance and training – the system had been widely adopted and was becoming established in schools
- accident reporting was also encompassed by the Safe Smart system and during the year 8 RIDDOR incidents and number of accidents involving pupils had occurred – reports were being monitored and practices modified where necessary
- no significant non-compliance issues had emerged, and the compliance dashboard showed great improvements by schools – in some cases contractors had been slow to produce the certification to confirm compliance although testing had been completed
- a list of approved contractors was being developed which schools could approach for quotes – this was helping to improve value for money and quality of service.

In response to questions, Trustees noted that health and safety responsibilities for PFI schools were being clarified.

### **60.03 School Condition Allocation (SCA) Bids**

Following the first round of capital allocation awards in May 2018, the total SCA and Healthy Pupils Capital Fund (HPCF) allocations for 2017/18 had been confirmed, providing a total of £684k. The Board had so far agreed projects totalling £238k.

Additional bids had been submitted by schools included projects identified by the Estates and Facilities Manager. Each bid had been evaluated against the assessment criteria and prioritised, taking account of health and safety risks and compliance issues.

Following consideration of the various bids, the Board **APPROVED** the following projects, all deemed high/highest priority:

- St Ives – fencing and doors
- Alverton – Legionella works
- Hayle – replacement of non-compliant equipment
- St Ives – school environment improvements
- Pensans – safeguarding and school environmental project
- Pendeen – playground fencing
- Newlyn – building fabric and boiler upgrade
- Newlyn – fencing.

The estimated costs of the approved projects was £150k.

18/61	<p><b>Audit Matters</b></p> <p><b>61.01 Audit Committee Minutes</b></p> <p>The Board received and <b>NOTED</b> the minutes of the meeting held on 18 June 2018.</p> <p><b>61.02 Appointment of External Auditor</b></p> <p>The Audit Committee Chair provided a confidential report on the recent tender process and recommendation from the interview panel.</p> <p>Following consideration, the Board <b>RECOMMENDED</b> the appointment of Bishop Fleming as External Auditors for a period of 3years (extendable to 5years) beginning with the 2017/18 audit.</p> <p><b>61.03 External Audit Strategy for 2018/19</b></p> <p>The Board reviewed and <b>APPROVED</b> the planned programme of internal audit work to be completed during 2018/19.</p>	Company Sec to seek Member approval
18/62	<p><b>Governance Matters</b></p> <p><b>62.01 Election of Chair and Vice-Chair for 2018/19</b></p> <p>Ellen Winsor and Alan Livingston were duly nominated and <b>RE-ELECTED</b> as Chair and Vice-Chair respectively.</p> <p><b>62.02 Investment Panel Proposal</b></p> <p>Further to discussion at the previous meeting, Trustees considered the establishment of an Investment Panel to oversee the investment of the Trust's reserves.</p> <p>Following consideration, it was <b>AGREED</b> that the first step was to review cashflow requirements and develop a Reserves Policy (see Minute 18/58.01), before taking forward investment proposals.</p> <p><b>62.03 Search and Governance Committee Proposal</b></p> <p>Further to discussion at the previous meeting, Trustees considered the establishment of a Search and Governance Committee (to meet on an ad hoc basis) with responsibility for governance policy, board membership, succession planning and trustee recruitment.</p> <p>Following consideration, the Board <b>APPROVED</b> the establishment of a Search and Governance Committee with the terms of reference proposed (subject to minor amendments) and membership of: Ellen Winsor, Alan Livingston, Anita Firth and Jenny Blunden. A first meeting would be arranged early in the autumn term.</p> <p><b>62.04 Academies Financial Handbook 2018</b></p> <p>Trustees noted that a new Academies Financial Handbook (AFH) had recently been published to take effect from 1 September 2018 setting out the latest financial management and governance arrangements for academy trusts.</p> <p>A briefing note summarising the key changes to the AFH had been provided by Michemores and explained that the overriding emphasis of the updated Handbook was an increased focus on strong governance to promote financial probity. The briefing note was considered and <b>NOTED</b> by the Board.</p>	Company Sec to take forward arrangements

18/63	<p><b>Safeguarding Update</b></p> <p>The Safeguarding Lead Trustee reported that</p> <ul style="list-style-type: none"> <li>the Safeguarding Lead Headteacher was continuing to carry out the quality assurance process on the annual Section 175 self-assessment returns and to support new headteachers with the audit process - she was pleased with the quality of responses, the systems in place and level of compliance.</li> <li>new Safeguarding Leads had been identified to co-ordinate work within each hub and were beginning to build links</li> <li>a Prevent trainer was now qualified within TPAT to deliver training to colleagues</li> <li>two internal Safeguarding investigations had taken place resulting in referrals to the Local Authority Designated Officer (LADO) – both had resulted in a clear outcome and no further action was necessary.</li> </ul>	
18/64	<p><b>SEND Update</b></p> <p>The SEND Lead Trustee would be meeting with the SEND Co-ordinator Lead in mid-July. As Nadia Lampier (current SENDCo Lead) was on maternity leave a replacement to take on the lead role was being sought.</p>	
18/65	<p><b>Reports from Operational Forums</b></p> <p><b>65.01 Chairs' Forum – 13/14/28 June 2018</b></p> <p>Separate meetings had taken place in each hub location and discussions focused on professional support staff pay, TPAT central roles and clarification of the headteacher performance management process. Concerns about the informal co-chairing arrangements adopted by some LGBs had been raised and discussed.</p> <p>It was noted that a Governance Conference providing development sessions for governors and clerks was being organised by the Teaching School for 4 October 2018.</p>	
18/66	<p><b>Proposed Cycle of Annual Business for 2018/19</b></p> <p>The Board considered and <b>APPROVED</b> the proposed cycle of business for 2018/19.</p> <p>It was also <b>AGREED</b> that in future:</p> <ol style="list-style-type: none"> <li>reporting would be by exception (ie. focussing only on matters outside the usual norm)</li> <li>proposals and reports should clearly indicate whether a matter was for information or decision by the Board</li> <li>all Board meetings would be held during the morning.</li> </ol>	Senior Team/Company Secretary to take action
18/67	<p><b>Date of Next Meeting</b></p> <p>The Board would meet at 9.30am – 12.30pm on Wednesday 3 October 2018 at Truro College (a change to the previous scheduled time of 4.00-7.00pm).</p>	ALL to note [NB. change to time]