



Venture Multi Academy Trust. Company Number 7535379

**Minutes of an Extraordinary Meeting of the Board of Trustees  
Wednesday 8<sup>th</sup> March 2017 5:30-7:30pm  
held at Trevithick Learning Academy**

<b>Present</b>	Philip Robinson (PR) Jo Long (JL) Alan Honeybone (AH) Ian Raggett (IR) Harry Hart (HH) Annemarie O’Neill (AO) Jo Osborne (JO) Esther Pollard (EP)
<b>In attendance</b>	Will Johnson (WJ) Sean Powers (SP) (see note under item 1) Wendy Randle (WR) (Clerk)

Item		Action
1	<p><b>Apologies</b> SP was not able to attend the meeting in person as he could not leave the Isles of Scilly due to poor weather. Skype would be used to enable SP to be present.</p> <p>SP was present at the beginning of the meeting, WJ suggested to SP that WJ update trustees on agenda items, enabling trustees to discuss the various proposals and then skyping SP to join the meeting and answer trustee questions. This was agreed.</p> <p>No apologies.</p>	
2	<p><b>Declaration of business &amp; pecuniary interests</b> Two trustees reminded the board of their previously declared interests. Ian Raggett is employed by Mounts Bay School. Jo Osborne is Chair of Governors at St Issey.</p>	
3 3.1	<p><b>Five Islands (Isles of Scilly) sponsorship and MAT growth &amp; governance</b> <b>Five Islands and due diligence</b> WJ updated on the bid to sponsor the Five Islands school. Trustees had been informed via email, prior to the meeting, that the Department for Education (DfE) had approved Venture MAT’s bid to sponsor Five Islands. SP and Sarah Davey (SD) (Principal of Mounts Bay School) had met with Jackie Eason, Chair of the Interim Executive Board (IEB) who have taken over from the original board of Five Islands.</p> <p>During the interview with the Regional Schools Commissioner (RSC) about the bid, the RSC had stated they would rather the secondary school (Mounts Bay) be the lead in the partnership, originally suggesting the school create a new MAT due to TUPE costs amongst others. Since this the DfE have agreed to Mounts Bay joining Venture MAT rather than setting up another MAT.</p>	

SP requests approval from the Board of Trustees to go ahead with due diligence on the Five Islands, with the creation of a working party of trustees to receive the due diligence report. Due diligence will need to be completed by May half term. This report would then go to the board of trustees for ratification. The due diligence report will be completed by JL, SP and SD. JL proposed using Browne Jacobson to complete HR due diligence and Francis Clarke to complete financial and auditing aspects of the due diligence, this would create a barrier between Venture MAT and Five Islands, rather than impact on future working relationships. Browne Jacobson have quoted £3k for this work, JL awaits the price from Francis Clark. These fees would come from the original £65k sponsor capacity grant awarded when Venture MAT was set up, to be used specifically to provide sponsor support and grow the MAT. **Trustee asked** does the MAT already have this money? Yes, it is ringfenced in the account, some of the funds have been used to set up Venture MAT.

**Trustees agreed** to start due diligence on Five Islands, along with the creation of a working party consisting of AH, EP and IR. **Trustees agreed** to use Browne Jacobson to support the due diligence of HR and await a quote from Francis Clark to support the financial and auditing aspects of the due diligence.

**Trustee requested** further details on fees for Five Islands and Mounts Bay to join Venture MAT. There would be legal fees; Browne Jacobson already represent Mounts Bay and Venture MAT, therefore they would have to be jointly instructed to convert Mounts Bay, with a cost of approximately £5k. Five Islands do not yet use Browne Jacobson, they have not identified legal support. The diocese solicitors VWV would also need to be involved. Five Islands will get a conversion grant to cover their legal fees.

**Trustee highlighted** due diligence would need to be completed on Mounts Bay. This could be completed by Venture MAT without the need for external consultants as their information was available to the general public, as they are already an academy. **Trustees agreed** for due diligence of Mounts Bay school, be started.

### 3.2 **Venture MAT Organisational Structure and Leadership**

WJ updated trustees on the above, this is recorded in the confidential minutes.

#### **SP joined the conversation, via skype.**

WJ updated SP on the meeting and trustees' thoughts. SP stated things had changed, further detail is recorded in the confidential minutes.

**Trustees asked** SP for an update on how he was finding the Five Islands. SP praised the children and how the link between the Five Islands and Venture MAT schools, could benefit mainland children hugely in visiting the school and meeting the children. **Trustee asked** are you able to support the school sufficiently whilst trustees deliberate the proposals? Yes. **Trustee reassured** SP that trustees were behind Venture MAT growth, noting they have a duty to ensure the appropriate processes are followed, hoping that decisions could be reached without hindering SP's ability to support Five Islands.

SP left the meeting and trustees compiled and sent their feedback to him via email, to discuss with SD after the meeting. SP confirmed via the phone the he had received this email. A copy (confidential) of the email is attached to these minutes.

	<b>Trustees agreed</b> to await responses from SP, noting there were meetings already scheduled over the next 2 weeks to discuss these proposals further.	
4	<b>TLA SLT structure for Summer term</b> Due to Venture MAT about to complete due diligence on the Five Islands, WJ updated on the interim support identified for WJ at TLA. There will be 3 members of staff who will provide this support until the end of term. WJ provided an overview of what could happen after this, yet it was noted this was highly dependent on whether due diligence supported the Five Islands to join Venture MAT. <b>Trustee asked</b> if staff were aware of these proposals? Of the interim support, yes.	
5	<b>St Issey Partnership Agreement</b> JO stated that TLA had made a commitment to St Issey for the year. The RSC have made it clear that St Issey will not be allowed to join the MAT. There are precedents when academies run maintained schools. It was noted that Venture MAT have done a fabulous job supporting St Issey yet it was not sure that St Issey have a long term future for the MAT, JO asked whether Venture MAT should continue to pursue St Issey? Trustees briefly discussed ways in which Venture MAT could support, noting that SP felt a moral obligation to the school and the staff there. Trustees agreed that as SP was not at the meeting this would be deferred to the next meeting scheduled for 28 <sup>th</sup> March.  JO requested if TLA could send support to St Issey to create displays etc. Yes WJ will arrange this.	WJ
6	<b>Date of next trustee meeting</b> 28 <sup>th</sup> March 2017.	

**There being no further business the Chairman closed the meeting at 7:50pm**

Signed.....

Dated.....

*Please note these are Draft Minutes until signed by the Chair at the next meeting*