



Minutes of a meeting of the Board of Trustees of Venture Multi Academy Trust. Company Number 7535379. Held at Trevithick Learning Academy on Monday 15th May 2017 at 5pm

Present	Philip Robinson (PR) (Chair of Trustees) (PR left the meeting at 6:45pm) Alan Honeybone (AH) (Vice Chair of Trustees) Sean Powers (SP) (CEO) Ian Raggett (IR) (arrived 5:30pm) Esther Pollard (EP) Annemarie O'Neill (AO) Jo Osborne (JO)
In attendance	Jo Long (JL) (CFO) Wendy Randle (WR) (Clerk)

Item	Minutes	Action
1	Apologies and Introductions It was noted that a quorum was present.	
2	Declaration of Interests There were no further interests to declare.	
3	Minutes and Matters arising of the last meeting Board of Trustees Meeting 28/03/17	
4.1	It was noted the minutes had not accurately recorded Jo Long's resignation from the board of trustees. JL's resignation was immediate, not upon conversion. The minutes will be amended to reflect this.	
4.5	Trustee requested confirmation that SP was the named headteacher of St Issey. Yes. Clerk reminded trustees of the process undertaken prior to trustees receiving minutes; minutes are drafted by the clerk, sent to the CEO, CFO and Chair of Trustees for checking of accuracies, they are then distributed to the board of trustees. There were no further amendments to minutes, bar one typo, the remainder of the minutes were a true and accurate record. PR to sign a copy of the amended minutes.	PR
4	Trust Board membership and governance	
4.1	Update on Venture MAT members Kirsten Horner, a Venture MAT member, will stand down from this role upon conversion. SP stated Mounts Bay Academy (MBA) have requested one of their members takes up this vacancy. Trustees approved this request.	
4.2	Update on Venture MAT board of trustees - AON will remain as a trustee on the board. - IR will remain as a trustee on the board, yet has submitted his resignation which will come into effect upon conversion. Due to a potential conflict of interest IR will not partake in meetings/ training sessions regarding matters relating to MBA. - JL will create a new version of the governance structure of Venture MAT. Trustee discussed recent proposals around trustee membership. Trustee asked how much sway does the RSC have on the structure of the organisation? The RSC has previously stipulated that MBA and the head of MBA would be required to join Venture MAT to support Five Islands School (FIS). SP noted the excellent curriculum MBA have in place, acknowledging the personnel issues and Ofsted report of FIS indicate issues within the secondary field, MBA's expertise. Trustees remained	JL

	<p>optimistic about growing Venture MAT yet stressed the processes and ways of working, along with the ethos of the board, were key to Venture MAT trustees and future success. Trustees agreed the need for all future trustees to attend training on the role of trustees and MAT governance.</p> <p>Trustees requested the opportunity to meet with potential new trustees from MBA. Trustees emphasised the need to appoint future trustees based on skills sets. WR awaits the completion of one remaining skills audit of a Venture MAT trustee, once completed this will identify current skills gaps on the board.</p> <p>Trustees agreed to holding a training session to cover;</p> <ul style="list-style-type: none"> - the ethos of Venture MAT - MAT governance - the role of trustee and the process of appointing the board of trustees <p>SP to ask Jackie Eason, a National Leader in Governance (NLG) if she could facilitate the above session in one month's time.</p> <p>Trustees agreed invites to the above training session will be sent to;</p> <ul style="list-style-type: none"> - All Venture MAT trustees - MBA governors interested in the trustee role - Two representatives from FIS identified - Venture MAT members - MBA members interested in the member role <p>Trustee revisited the proposal for a FIS representative on the board of trustees. SP indicated FIS is currently operating with an Interim Executive Board (IEB) in place of a governing board who resigned. Trustee noted a Local Governing Body (LGB) or advisory board will need to be formed in the future. The creation of a MAT governance development plan was suggested, stating this mechanism would use the core competencies framework to identify areas of future development and could include for example, review governance of FIS with a suggested timeframe.</p> <p>WR informed trustees the Diocese had provided a role description for a trustee, that includes characteristics and responsibilities of a Chair of Trustees. This will be circulated to trustees for consideration. Trustees agreed the need to create a framework of appointment of trustees.</p> <p>Trustee discussed having the CEO on the board of trustees. Trustees agreed that the COO and CEO roles would remain on the board, reviewing this at the end of the secondment role.</p> <p>Trustees agreed MBA governors interested in the trustee role will be forwarded the following paperwork to be completed prior to the trustee training session.</p> <ul style="list-style-type: none"> - Trustee Role Description - Trustee Application Form - Skills Audit - Invite to attend the trustee training session <p>It was felt after the training session, proposed trustees and the current board of trustees would be able to make a decision on which trustees' skills sets would be most suitable to the board of trustees or a schools' LGB.</p> <p>Trustees agreed that members would need to convene a meeting after training session to appoint trustees in accordance to article 50.</p>	<p>SP</p> <p>WR, JL, SP</p> <p>WR</p> <p>WR</p>
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4.3	<p>Update on due diligence on Mounts Bay Academy</p> <p>JL will go through financial aspects with the MBA Business Manager and get a pension actuarial valuation completed prior to MBA and FIS joining Venture MAT.</p> <p><i>Trustees agreed</i> to JL instructing Browne Jacobson to act on Venture MATs behalf for the merger with MBA and for FIS joining Venture MAT.</p>	<p>JL</p> <p>JL</p>
5	<p>Core Competencies framework & Skills Audit</p> <p>Discussed in item 4.</p>	
6	<p>Venture MAT Leadership</p> <p>Trustees were advised to seek HR guidance on the proposed secondment to the role of CEO and the creation of the COO role, to satisfy themselves that these decisions are in the best interests of Venture MAT. Trustees will also need to seek guidance on the processes of appointment they will need to follow to adhere to their articles. <i>Trustees agreed;</i></p> <ol style="list-style-type: none"> 1. SP to complete the draft job specification and job description for CEO and COO and circulate these to trustees. 2. Trustees to forward any questions on these documents along with any additional questions about the organisational structure. 3. JO to contact Browne Jacobson with trustee questions. 4. JO to feedback at the next trustee meeting. <p><i>Trustee asked</i> will the central office team require additional support? JL stated a staff member will take on the TLA nursery admin and some day to day operational HR of TLA; this staff member will be purely TLA. SP said there will be a need for a support role in the central Venture MAT team.</p> <p><i>Trustee asked</i> whether MBA can provide support? JL outlined the different roles within MBA, it was noted that a staff member had offered support in relation to the conversion work.</p>	<p>SP</p> <p>ALL</p> <p>JO</p> <p>JO</p>
7	<p>Working Party</p> <p>It was noted that IR had originally been part of this committee yet had not attended due to a potential conflict of interest; JO attended this meeting in IR's place.</p> <p>SP updated that at the working party where due diligence of FIS was considered, it had been agreed to commission a Buildings Survey report by the surveyor used by Venture MAT to assess the buildings and guide future work. The quote to complete this survey had been significant, primarily due to travel and accommodation costs. JL stated she has already received a 1 year plan condition survey. <i>Trustees discussed</i> the need to have an independent assessment of the buildings. <i>Trustees agreed</i> an in-depth assessment and analysis of the risks identified within the condition survey, to identify whether a surveyor report is required on individual issues/ risks.</p>	<p>SP, JL</p>
8	<p>Policy Review</p> <p>No policies to review.</p>	
9	<p>Trustee Monitoring</p> <p><i>Trustee agreed</i> there was no requirement for a monitoring schedule to be in place as this had been delegated to the LGB. It was noted that TLA have requested PR support to complete the safeguarding monitoring visit. WR to link TLA governor and PR.</p> <p>SP updated a trustee had been involved in a disciplinary hearing on FIS.</p>	<p>WR</p>
10	<p>Trustee Training</p> <p>A trustee had recently completed the Home Office e-learning PREVENT training. <i>Trustees agreed</i> this link be circulated to all trustees to complete. Trustees to let WR know when they have completed this so that this can be added to the training log.</p> <p>Trustees were forwarded a free e-mail course on Safeguarding and Governance. Should trustees decide to complete this, trustees were requested to inform WR upon completion this so that this</p>	<p>ALL</p>

	can be added to the training log.	
11	Confidential items None	
12	Correspondence The recent Peter Launer letter indicated that Venture MAT are now required to do a budget outturn return up to 31/03/17 for submission by the 19/05/17 in addition to the return already provided; this process now needs to be completed twice a year.	
13	AOB	
13.1	Trustees were informed the Education Funding Agency (EFA) have joined with the Education Skills Agency to form the EFSA.	
13.2	ICT Renewals at Trevithick Learning Academy (TLA) JL reported £20k of IT equipment is required. JL asked if trustees would release funds prior to year end to ensure this IT equipment is in place for the start of September. Trustee clarified there are specific reserves of £50k allocated for this for next year? Yes. Trustee asked after what period do you write off equipment? Normally 3 years though some equipment is older. Trustees approved this request. Trustee noted Mounts Bay are one of 3 Apple distinguished schools.	
13.3	Scheme of Delegation will be considered for FIS and MBA LGBs at the next meeting.	WR
13.4	Trustee referred to the new TLA logo recently communicated to parents via the newsletter. SP updated that WJ had completed parent consultation at the parents evening, the drafts were sent back to the designers. SP explained the complexities involved in using the old logo, stating the new logo keeps branding current and is user friendly. Trustee noted the TLA newsletter had stressed to parents they were not required to buy new uniform with the new logo.	
14	Date of next Board of Trustee meeting WR to arrange a date with Jackie Eason to deliver the Trustee Training session. The SIP committee meeting was rescheduled, outlined below. Mel Wells from St Issey will be invited to update on St Issey.	WR

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

Signed.....

Dated.....

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

	Board of Trustees	Finance & GP Committee	School Improvement Committee	Due Diligence Working Party
Summer Term 2017	Monday 15 th May 5-7pm (receive due diligence report)	Wednesday 14 th June 5-7pm	Tuesday 6 th June 5:30- 6:30pm	Thursday 4 th May 5-7pm
	Wednesday 12 th July 5-7pm			
Trustees in attendance	All trustees	Alan Honeybone (Chair) Philip Robinson Esther Pollard Harry Hart Sean Powers Jo Long	Jo Osborne (Chair) Sean Powers Ian Raggett Annemarie O'Neil Philip Robinson	Jo Long Sean Powers Jo Osborne Esther Pollard Alan Honeybone