



**Venture Multi Academy Trust. Company Number 7535379**  
**Meeting of the Board of Trustees**  
**Monday 4<sup>th</sup> December 5-7pm held at Trevithick Learning Academy**

<b>Present</b>	Jo Osborne (JO) Chair of Trustees Alan Honeybone (AH) Sean Powers (SP) CEO/ trustee
<b>In attendance</b>	Jo Long (JL) (CFO/ Business Manager) Wendy Randle (WR) (Clerk)

Item	Minutes	Action
<b>1</b>	<b>Apologies and Introductions</b>	
<b>1.1</b>	Apologies were received and accepted from Annemarie O’Neill, Philip Robinson, Esther Pollard, Harry Hart and Ian Raggett.	
<b>1.2</b>	David Allison (DA) was welcomed to the meeting, DA was interested in the role of trustee and has been recommended by Askel Veur.	
<b>1.3</b>	The meeting was quorate in accordance with article 117.	
<b>2</b>	<b>Declaration of business &amp; pecuniary interests</b> There were no further interests to declare. Trustee declarations of interest have been uploaded to the website.	
<b>3</b>	<p><b>Presentation from the accountants</b></p> <p>The accounts key summary was provided by Katie Skea (KS) from Francis Clark (FC). KS drew trustee attention to the parts of the report provided by Venture MAT, following these were the two audit reports; there were no issues raised with these reports. KS highlighted the following;</p> <ul style="list-style-type: none"> <li>▪ Income; all funds received in the year tie into the balance sheet.</li> <li>▪ Expenditure; figures presented are before the local government pension fund, it was noted that although the reports differ, they still balance.</li> <li>▪ Fixed assets; the main additions were IT and the climbing boulder; noting funds had been received from devolved capital for the windows.</li> <li>▪ The closing balance of restricted funds, was predominantly made up of GAG. The restricted and unrestricted funds ensured a very healthy position for the MAT. The figures tie into the Balance sheet and accounts, these are reviewed each month in the management reports. The business manager noted that school have been in a position of pupil growth for a number of years which has positively impacted on reserves, noting the budget will soon stand still due to TLA operating near to full capacity. <b>Trustee noted</b> the nursery is not full? It is not full on places, yet the extra sessions that can be paid for are full.</li> <li>▪ Income is up compared to last year, due to pupil growth, income from teachers on secondment and the FIS conversion grant, which has since been returned.</li> <li>▪ Expenditure is up more than income, this is reflected in increased staff costs; pay rises, higher national insurance costs, higher supply costs and higher pension contributions.</li> <li>▪ Balance sheet; fixed assets are down due to IT, debtors are up due to higher accrued income (ARB top up grant).</li> <li>▪ Cash is higher than last year, this is reflective of the surplus in the SoFA with depreciation removed and notional pension costs.</li> <li>▪ Creditors were higher than last year; representing unspent grant funds due to the FIS EFSA grant, which has since been returned, along with the climbing boulder.</li> </ul> <p><b>Trustee asked</b> if the comparison of staff costs to other MATs was similar? All MATs/ academies have</p>	

	<p>suffered pension costs and the increase of 1% pay rises. It was noted there is benchmarking data at the back of the report; VMAT do not look out of kilter with other organisations.</p> <p><b>Final comments from KS;</b></p> <ul style="list-style-type: none"> <li>▪ There were no concerns re fraud.</li> <li>▪ Part of the process FC complete opinion irregularity, this involves checking costs have been allocated correctly, credit card payments, severance agreements and contract tendering; there was nothing to report.</li> <li>▪ The pension deficit has reduced, noting this was a notional figure and the movement seen at Venture MAT was in line with other academies.</li> <li>▪ Page 14 highlighted the adjustments.</li> <li>▪ Section 5, the EFSA require auditors to report internal control findings; there were no matters spotted this year, KS praised the business manager.</li> <li>▪ KS updated on the status of the reports made in previous years, specifically around expenses and obtaining a VAT receipt to enable school to claim the VAT; there was one scenario of no VAT receipt. It was noted that there were no deliveries to home addresses, JL noted the processes put in place to ensure this.</li> </ul> <p>Trustees thanked Jo Long, KS stated that JL makes the auditing process very straight forward for FC. <b>Trustees were satisfied</b> with the information received, <b>approving</b> the auditors completion report and the final accounts. The Chair of Trustees and the CEO signed the accounts.</p>	
4	<p><b>Minutes of the previous meeting (25/09/17)</b></p> <p><b>Trustees agreed</b> the minutes were a true and accurate record of the meeting and were signed by the chair. <b>Trustees agreed</b> to review which minutes are uploaded to the website at the next meeting.</p>	<b>WR</b>
5	<p><b>Matters arising</b></p> <p>There were no matters arising that would not be covered under agenda items.</p>	
6	<p><b>Scheme of Delegation (SOD)</b></p> <p>JO attended Trevithick Learning Academy (TLA) Local Governing Body (LGB) meeting on 29/11/17 to review the updated SOD, Annex 1 and LGB Terms of Reference (TOR), noting a summary version of the LGB TOR had been developed and would remain a working document. <b>Trustees approved</b> SOD, annexes and LGB TOR documents. JL to ensure the LGB TOR is uploaded to the TLA website and the SOD and all annexes are uploaded to Venture MAT.</p> <p>As discussed at F&amp;GP committee financial responsibility for TLA will remain with the trust board, yet LGB governors would be invited to attend these meetings to develop skills sets should the MAT grow and financial tasks be delegated to LGB. <b>Trustees approved</b> the below delegations to the LGB:</p> <ul style="list-style-type: none"> <li>▪ Head of School performance review, to be completed by the CEO to include 2 LGB governors; a mid year review will be held to monitor progress against objectives.</li> <li>▪ School improvement of TLA.</li> <li>▪ Review of policies as outlined in item 11.</li> </ul>	<b>JL</b>
7 7.1	<p><b>MAT Governance</b></p> <p><b>Governance Structure/ Committee Roles/ Roles and Responsibilities</b></p> <ul style="list-style-type: none"> <li>▪ Trust board to continue to hold financial responsibility for TLA.</li> <li>▪ There will be no School Improvement committee at board level, this will be delegated to TLA LGB. The LGB were informed that KPIs are reviewed by the trust board and should there be a change in the data then trustees will require evidence of what is being done by the LGB to impact on this.</li> <li>▪ PR is the safeguarding trustee. The Chair of the LGB is also completing training to become the safeguarding governor at a local level.</li> <li>▪ Whistleblowing trustee; AH will retain this responsibility; the policy is due for renewal in spring.</li> <li>▪ It will be necessary for a trustee to have an overview of Vulnerable groups to include PP and disadvantaged pupils. this will be decided at the next meeting. It was noted this is completed at</li> </ul>	<b>WR</b>

<p>7.2</p> <p>7.3</p> <p>7.4</p> <p>7.5</p>	<p>LGB level.</p> <p><b>Venture MAT Members</b>  <i>Trustees agreed</i> that the members board would remain unchanged, noting that the Diocese continue to recruit for appropriate members. Esther Pollard will become the Askel Veur representative. The AGM is scheduled in January, <i>trustees agreed</i> that future AGMs will be brought forward to the December meeting so that the accounts presentation is delivered to both members and trustees.</p> <p><b>LGB Proposed Chair and Vice Chair appointments</b>  TLA LGB have proposed Andrew Mercer for the role of Chair of the LGB and Harry Hart for the role of Vice Chair of the LGB. <i>Trustees approved</i> these positions. WR to inform the LGB.</p> <p><b>LGB governor role description</b>  <i>Trustees approved</i> the trustee LGB governor role description circulated prior to the meeting. It was noted that TLA LGB had reviewed this document and had recommended it for trustee approval.</p> <p><b>Trust board appointments</b>  The trust board continue to recruit new trustees to join the board, it was hoped DA may join.</p>	<p>WR</p>
<p>8</p> <p>8.1</p> <p>8.2</p> <p>8.3</p>	<p><b>Committee and LGB minutes</b></p> <p><b>8.1 F&amp;GP committee 10/11/17;</b> a chair is required for this committee, AH will remain chair until the next F&amp;GP meeting when the chair will be appointed.</p> <p><b>8.2 LGB minutes 04/10/17 &amp; 29/11/17;</b> these minutes were received, <i>trustees noted</i> the feedback required from the LGB;</p> <ol style="list-style-type: none"> <li>1. Feedback on the Complaints policy via HH. To be considered under item 11.</li> <li>2. Trustee approval for appointment of Andrew Mercer as Chair and Harry Hart as Vice Chair. Completed under item 7.3</li> <li>3. Child Protection policy; does this consider recent recommendation from appeals panel? To be considered under item 11.</li> </ol> <p><b>8.3 Pay committees;</b> two pay committees were held, the first to review Teachers pay and performance, the second to consider Support staff and contribution related pay. Both meetings held demonstrated rigorous and appropriate processes were in place. The minutes were agreed by those in attendance yet remain confidential to the committees. JO reported the CEOs appraisal has been completed.</p> <p>JL stated the living wage has eroded the Contribution Related Pay (CRP) process. <i>Trustee asked</i> does the policy need changing? The trust may have to consider a restructure of support staff, this will require considerable time and would need to be completed with HR guidance. <i>Trustees agreed</i> to JL investigating a restructure of support staff and compiling a proposal for consideration at the February F&amp;GP committee.</p>	<p>WR</p> <p>JL</p>
<p>9</p>	<p><b>Venture MAT Development Plan</b>  SP summarised that further development is required on the strategic vision of the MAT, noting the concept of providing a support strategy to schools requires a clear action plan. SP recently attended a RSC meeting, where a new model framework for school improvement was considered. SP has arranged to have external review of the School Improvement (SI) work already completed by the MAT in January. It was agreed that SP and JO would discuss this strategy further.</p> <p><i>Trustees stated</i> that the MAT development plan required amending to reflect the current status of the MAT, noting the vision needs to be revised to reflect SI. <i>Trustee noted</i> that measurables, to include costings and dates, need to be included within the plan. It was agreed that SP would provide a further detailed development plan for the next trustee meeting; JO to meet with SP prior to this.</p>	<p>SP</p> <p>JO</p> <p>SP</p>
<p>10</p>	<p><b>CFO/ CEO report</b>  Trustees had reviewed this report prior to the meeting. SP stated that since the KPIs were produced for this report, TLA have produced a revised SEF template, outlining key data. SP stated the main concern at TLA is around reading in Yr 6; last year reading scores were just below national average, with the ARB results removed. SP updated on the work completed by TLA around the analysis of the results, which has identified that the speed at which children read the questions and provide answers</p>	

	<p>appears to be the issue, noting not all children finished the paper. SP stated the staff have completed training to ensure school are teaching effectively, which has confirmed that school are. TLA have decided to purchase Kindles as a further incentive and to enable school to monitor pupil reading. PP funds will be used to make these purchases. Levels of pupil deprivation were reviewed.</p> <p><b>Trustee noted</b> the Pupil: Teacher ratio is low, SP noted there is an intervention teacher who visits school to support reading.</p> <p><b>Trustee asked</b> what TLA are doing to impact on persistent absence? The Education Welfare Officer (EWO) is on site every morning. Medical issues are impacting on this data, additionally a pupil has left school yet is still currently on the register. There are no immediate concerns to address.</p>	
11	<p><b>Policies for approval</b></p> <p>Trustees considered the policies circulated prior to the meeting, noting that TLA LGB had reviewed these policies.</p> <ul style="list-style-type: none"> <li>• Accessibility Policy &amp; Plan</li> <li>• Child Protection &amp; Safeguarding Policy; it was noted this policy is a CAPH policy, updated following revised guidance. LGB governors had requested if this policy incorporated the recommendations from an Appeals panel? SP stated that if there is an allegation of assault against a member of staff, the CP policy stipulates that school go to the LADO, the LADO have to complete their investigation, they then advise what action to take regarding staffing. The trust are now following up to date advice, the new policy will address this the appeal panel recommendation.</li> <li>• Financial Procedure Manual and Summary of Changes; changes to personnel and terminology have been made. Trustee signatories remain as AH and PR due to localities of these trustees.</li> <li>• Tackling Extremism &amp; Radicalisation; amendments made to terminology.</li> <li>• Complaints Policy and Procedure. LGB governors had requested that timeframes be considered for this policy, for example when a complaint process is likely to cross a large holiday period such as the summer holidays. Trustees felt that the timescales of the policy needed to remain as included within the policy to ensure clarity and a fair process.</li> <li>• Visitor Policy (reviewed &amp; updated)</li> <li>• Volunteer &amp; Students Policy (reviewed &amp; updated)</li> </ul> <p><b>Trustees agreed</b> to approve the policies and <b>agreed</b> the below policies be delegated to the LGB for review, with final approval at trustee level; JL to add this to the policy spreadsheet.</p> <ul style="list-style-type: none"> <li>• Accessibility Policy</li> <li>• Tackling Extremism &amp; Radicalisation</li> <li>• Visitor Policy</li> <li>• Volunteer &amp; Students Policy</li> </ul>	JL
12	<p><b>Correspondence</b></p> <p>None received.</p> <p>The latest Peter Lauener letter will be sent to trustees.</p>	WR
13	<p><b>Confidential Items</b></p> <p>One item contained in the confidential minutes.</p>	
	<p><b>AOB</b></p> <p>General Data Protection Regulations (GDPR); <b>trustees discussed</b> the need for the role of a Data Protection Officer to ensure compliance with the GDPR being introduced in May 18, noting this position cannot be fulfilled by an employee, yet needs to be a senior leader. <b>Trustees supported</b> the proposal to appoint expert guidance to guide VMAT for the first year of the GDPR to ensure school are fully compliant. It was noted there is only one company providing this provision at present. JL to approach Babcock.</p> <p><b>Trustees agreed</b> that the functions of the audit committee will remain within F&amp;GP committee.</p>	JL

	<p>A summary of actions will be produced at the end of the minutes. An actions update template will be circulated prior to the meeting for all with actions to update, this will save on meeting time.</p> <p>DA agreed to join VMAT board of trustees. JL to complete the DBS paperwork with DA and WR to complete the relevant trustee paperwork.</p>											
<b>14</b>	<p><b>Date of next meetings</b></p> <table border="1" style="margin-left: auto; margin-right: auto;"> <thead> <tr> <th></th> <th>Trustee meetings</th> <th>F&amp;GP committee</th> <th>TLA LGB</th> </tr> </thead> <tbody> <tr> <td rowspan="2" style="text-align: center;"><b>Spring Term 2017</b></td> <td>Thursday 18<sup>th</sup> January 5-7pm</td> <td rowspan="2" style="text-align: center;">Tuesday 27<sup>th</sup> February 8am</td> <td>Wednesday 10<sup>th</sup> January 5-7pm</td> </tr> <tr> <td>Tuesday 27<sup>th</sup> March 5-7-m</td> <td>Monday 19<sup>th</sup> March 5-7pm</td> </tr> </tbody> </table>		Trustee meetings	F&GP committee	TLA LGB	<b>Spring Term 2017</b>	Thursday 18 <sup>th</sup> January 5-7pm	Tuesday 27 <sup>th</sup> February 8am	Wednesday 10 <sup>th</sup> January 5-7pm	Tuesday 27 <sup>th</sup> March 5-7-m	Monday 19 <sup>th</sup> March 5-7pm	
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<b>15</b> <b>4&amp;</b> <b>7.1</b> <b>6</b> <b>7.3</b> <b>8.1</b> <b>8.3</b> <b>9</b> <b>11</b> <b>12</b> <b>AOB</b>	<p><b>Summary of actions</b></p> <p>Future BT agenda items: review which minutes are uploaded to the website, identify a trustee to take on responsibility for Vulnerable groups to include PP and disadvantaged pupils.</p> <p>Ensure SOD, all annexes and LGB TOR are uploaded to relevant websites.</p> <p>Inform TLA LGB of approval of Chair and Vice Chair recommendations</p> <p>Future F&amp;GP agenda item: Appoint chair of F&amp;GP committee</p> <p>JL to investigate a restructure of support staff and compile a proposal for consideration at the February F&amp;GP committee.</p> <p>Further development is required on the strategic vision of the MAT with a greater detailed development plan to include measurables for the next trustee meeting.</p> <p>JL to add the review body to the policy spreadsheet</p> <p>Send the latest Peter Lauener letter to trustees</p> <p>Approach Babcock re GDPR officer role</p> <p>Complete DBS and trustee paperwork with DA</p>	<p><b>WR</b></p> <p><b>JL</b></p> <p><b>WR</b></p> <p><b>WR</b></p> <p><b>JL</b></p> <p><b>SP,</b> <b>JO</b></p> <p><b>JL</b></p> <p><b>JL</b></p> <p><b>JL,</b> <b>WR</b></p>										

There being no further business the Chair closed the meeting at 6:40pm.

Signed.....

Dated.....

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