



Venture Multi Academy Trust. Company Number 7535379

Meeting of the Board of Trustees

Tuesday 22nd May 2018, 5:30-7:30pm held at Trevithick Learning Academy

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| Present | Jo Osborne (JO) Chair of Trustees Alan Honeybone (AH) Philip Robinson (PR) Annemarie O’Neill (AON) David Allison (DA) |
| In attendance | Wendy Randle (WR) (Clerk) Jo Long (JL) School Business Manager |

| Item | Minutes | Action |
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| | <p>Trustee Training and Development</p> <p>The meeting began with Level 1 Safeguarding training for trustees, delivered by Chris Sevier (CS), of Trevithick Learning Academy (TLA).</p> <p>All staff receive Level 2 safeguarding training, some receive Level 3 training. It is everyone’s duty to safeguard regardless of their position in the organisation.</p> <p>CS provided trustees with supporting literature on safeguarding and highlighted the processes in place in school;</p> <ul style="list-style-type: none"> ▪ All concerns have to be reported. ▪ Safeguard my School, linked to Provision Mapper, has recently been implemented at TLA, there is a screen in the staff room to enable reporting, there will be a further reporting station with iPad located where the ‘yellow’ concern forms were. ▪ All concerns reported trigger immediate email notifications to CS and WJ. Trustee asked if the email notification pops up immediately? Yes, CS and WJ then complete an assessment of need to identify the next course of action and the timescales for which to complete the action. ▪ CS noted a recent reduction in logging of reports since the introduction of the online system, trustee noted this could be down to using IT to log the report asking if all staff have received training? Yes, the system is simple to use. This will be monitored by TLA. ▪ Trustees asked if the report detailed the reporting staff member, yes, however this information is held confidentially. It was noted that agencies such as the police will accept anonymous referrals from the community. ▪ Safeguarding concerns are reported via phone to the MARU – Multi Agency Referral Unit. ▪ Trustee asked if a safeguarding concern relates a member of staff would the process be same? No the Local Area Designated Officer (LADO) would be contacted. Trustee stated the flowchart outlining this guidance is contained within the Child Protection policy. ▪ Trusted asked if the new system has the functionality to produce an anonymous report for trustees? WJ is exploring the reports available, trustees requested this data be included as part of the CEO report. ▪ Trustee asked what is the TLA LGB role in safeguarding? The Chair of TLA is the LGB safeguarding governor. This person has recently completed safeguarding training, they complete termly monitoring visits focussed on safeguarding. CS has met with the LGB chair to explain Safeguard my School. If there were issues to escalate the Safeguarding trustee (PR) would be consulted with. ▪ It was reported that TLA have children in both of the below categories; <ul style="list-style-type: none"> - Child Protection cases in TLA; non consensual yet will try to engage with the family. - Child in Need team; consensual, working alongside the family. Trustees asked who is involved in this process, a social worker completes the assessment and often works with a family support worker. | SP |

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| | <ul style="list-style-type: none"> ▪ There are currently eight children at TLA in Child Protection cases. Trustee asked where does the MAT stand compared to national data? Unknown, the data can vary over time; over the last 3 or 4 years there had been no child protection cases at TLA, yet eight have been identified this year. ▪ School offer support to families to include signposting to parenting courses and family support workers, yet school can only advise; early intervention can have the greatest impact if accepted. ▪ Keeping Children Safe In Education (KCSIE) 2016 was highlighted, it was noted this had been circulated to trustees previously who had signed to say they have read, understood and agreed to adhere to the guidance. It was noted that new KCSIE 2018 guidance has been released and will come into force in September 18. ▪ PR to arrange a demo on how to use Safeguard my School with CS or WJ. ▪ CS or WJ were always present at TLA, a third member of staff was receiving Level 3 training to support school whilst another member of staff is on maternity. <p>CS was thanked for delivering Level 1 Safeguarding training.</p> | PR |
| 1 | <p>Apologies and Introductions</p> <p>1.1 Apologies were received and accepted from Sean Powers (SP) (CEO), SP was at a National SCITT (School Centred Initial Teacher Training) conference.</p> <p>Apologies from IR were received after the meeting had ended. HH did not attend, no apologies were received. The meeting was quorate in accordance with article 117.</p> | |
| 2 | <p>Declaration of business & pecuniary interests</p> <p>Trustees' declaration of business and pecuniary interests can be found on Venture MAT's website. DA declared a further interest; DA has become a trustee of Acorn Academy; an alternative provision MAT. WR to update the record.</p> | WR |
| 3 | <p>Minutes and matters arising of the previous meeting (27/03/18)</p> <p>3.1 Trustees agreed the minutes of the last board of trustees meeting (27/03/18) were a true and accurate record, they were signed by the chair.</p> <p>3.2 Matters arising which would not be covered under agenda items (updates provided in italics). 4.1 - Schedule safeguarding training for all levels of governance; <i>completed</i> 5 - Circulate the RSC Q&A regarding St Issey; <i>completed</i>. 5 - Complete the suggested amendments to the strategic aims, strategic priorities. <i>SP to bring this to the next meeting in July.</i> 6.4- Trustees to review the MAT Strategic plan and forward any suggested amendments to JO by the next meeting; <i>no feedback received, it was assumed that trustees were satisfied.</i> 7 - Forward a copy of the GDPR audit; <i>completed</i>. 8 - Identify if the trust is required to outline their own equality objectives; <i>not statutory but trustees agreed these would be generated and agreed at the September meeting. The National Governance Association (NGA) have launched a campaign promoting greater diversity on governing boards, information can be found on their website.</i> 8 - JO to register with Academy Ambassadors to identify new trustees and a potential chair; <i>the MAT does not have enough schools to register.</i> AOB - Circulate governance appointment flowchart; <i>circulated</i>. AOB - Start a working party to review due diligence of St Issey to include HH, DA, SP, JO and JL; <i>completed via email, an ongoing working party.</i></p> | SP |
| 4 | <p>Committee minutes/ decisions required;</p> <p>4.1 Trevithick Learning Academy LGB minutes 20/03/18; the minutes were received, the LGB were thanked for their ongoing work.</p> | |
| 5 | <p>St Issey: consider due diligence outcomes. Make final decision.</p> <p>JO stepped aside from the role of chair, declaring her interest as the current Chair of Governors of St Issey. JL presented on the due diligence.</p> | |

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| <p>5.7</p> | <p>JL stated the due diligence template outlining the information to be requested was sent to trustees to ensure they were satisfied with the information being requested. JL had spoken with a trustee regarding this and considered the questions. The analysis of the due diligence information is contained in the confidential minutes.</p> <p>Articles of Association Trustee stated the DfE have requested Venture update their articles to reflect the latest model articles. Trustees agreed the need to remove article 51 and 52, LGB representation, to ensure that they adhere with best practice that layers of governance were independent of each other. Trustees agreed not to add that the Chair of Trustees should automatically be a member, again to operate in line with best practice. It was noted that the Diocese had been satisfied to hold the minority role.</p> <p>Trustees agreed to JL requesting BJ to identify the differences between Venture’s current articles and the new model articles. Trustees agreed to change the articles noting this evidenced good governance.</p> <p>Trustees considered the <u>proposal for St Issey to join Venture MAT subject to satisfactory due diligence and contracts.</u> Trustees agreed this proposal.</p> | |
| <p>6 6.1</p> | <p>CFO/CEO report The CEO report; circulated prior to the meeting the report focused on the work of the CEO at St Barnabas. The St Barnabas board were delighted with the impact SP has made. Originally the contract agreed was for two terms, an extension has been agreed by St Barnabas MAT until December 2019. Trustees asked what were the implications of SP being out of Venture MAT? The impact would be on the generation of future work; the strategic plan was to identify what support/ capacity there was amongst other Venture staff to enable support to other schools.</p> <p>Trustee stated that SP is providing the school improvement offer which does not provide him with the necessary time to fully fulfil the role of CEO of the MAT. Trustees stated that over time it was hoped SP could handover to other staff members, similar to St Issey. Trustee asked if the proposed contract was with SP? Yes. Trustees requested that going forward the new contract required phrasing to ensure that support be provided by Venture MAT not SP, this would mean that Venture would have to find someone else to deliver the work if SP leaves should SP leave, whilst also protecting the role of the CEO of the MAT. The need to consider succession planning for the CEO role was contained in the Governance Development Plan and would be considered at a later date as indicated on the work plan.</p> <p>Browne Jacobson were keen on secondment agreements. Trustee stressed the need for the MAT to provide the services, the agreement could include that the service would be primarily provided by SP, yet Venture cannot be fully reliant on SP. Trustees stated the contract development work would support Venture MAT. JL to seek guidance from BJ.</p> <p>Trustees agreed to JO speaking with SP and St Barnabas updating that Venture were satisfied with SP continuing to support St Barnabas, yet revisions to the contract would need negotiating to incorporate the contract being with Venture MAT and support being provided by other staff in addition to SP.</p> | <p>JL JO</p> |
| <p>6.2</p> | <p>Business Managers report The report had been circulated prior to the meeting and included the below updates:</p> <ul style="list-style-type: none"> ▪ Safeguarding; no further questions to those considered during the training. ▪ Data Protection; A presentation from the Data Protection Officer (DPO) had been circulated prior | |

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| | <p>to the meeting. All trustees present confirmed they had read this document.</p> <ul style="list-style-type: none"> ▪ Health and Safety; an update was provided in the Business Managers report, there were no further questions. <p><i>Trustee asked</i> if the board needed to consider the role of JL. It was felt that the role being fulfilled, especially should St Issey join Venture, was more the role of a Chief Operation Officer. Trustees requested a job description be provided for JL’s role, for discussion at the next F&GP committee meeting. An agenda item to consider the MAT structure and finance roles will be added to this meeting.</p> <p>JL highlighted the approval required for the quote for the high level windows at TLA. Trustees approved this next phase of the high level windows, noting the detail around this had previously been discussed.</p> | SP, JL |
| 7 | <p>Support Staff pay proposal</p> <p>JL acknowledged that keeping pace with the collective agreement, the national living wage and contribution related pay had not been constructive for Venture. Trustees had previously asked JL to investigate different proposals with guidance from BJ; JL has now received feedback form BJ on the proposal. The proposal suggests a September Pay offer with salary ranges for each paygrade for each job role, with higher pay grades having a slight range. New support staff would be appointed on grade B, the national living wage rate. This would be a two year pay deal, staff would know what they would be paid in September 18 and September 19. JL reported that BJ stated there was no obligation to implement NJC (National Joint Council) as no staff would be worse off. Legal advice stated the trust do not have to consult; the trust can inform unions and staff, yet as all are benefiting there is no statutory requirement to do so.</p> <p>Trustees agreed the proposal discussed in greater detail at the F&GP committee, delegating the decision on the proposal to this committee.</p> <p><i>Trustee asked</i> what would be the implications for the St Issey staff? They would convert under TUPE; the pay conditions imposed upon them by CC. <i>Trustee asked</i> if the collective agreement would be part of their terms and agreements? BJ were informing the HR team, it was anticipated this would be stated as a measure. JL stated the number of staff at St Issey and grades they are on would mean they would not be worse off if they moved to Venture MAT pay conditions.</p> | |
| 8 | <p>Policies for approval</p> <p>Trustees considered the below policies circulated prior to the meeting;</p> <p>Information Security Policy</p> <p>Freedom of Information Publication policy</p> <p>Trustees approved both policies with no amendments. Venture MAT anticipate being GDPR compliant when the legislation is in place.</p> | |
| 9 9.1 9.2 | <p>Governance</p> <p>9.1 Members update</p> <p>Trustees acknowledged receipt of the email update regarding the members board. AH and PR have stepped down from the position of member with two new members appointed, thus enabling separation between the members’ board and the trust board. The trust would seek to appoint a fifth member in line with best practice guidance, yet noted they were compliant with their articles as there were a minimum of three members in place. Trustees thanked AH and PR for their time as members.</p> <p>9.2 Chair and new trustees recruitment</p> <p>JO confirmed she will remain a trustee for a further year, representing Askel Veur. WR to forward skills audits to trustees for completion in time for the next meeting.</p> <p>Trustees agreed the board should seek to have a minimum of 8 trustees to ensure suitable</p> | WR |

| 9.3 | <p>representation on committees. A standards committee will need to be introduced in September should St Issey join, trustees agreed to appoint a trustee with an education background who could support the standards committee. Trustee suggested this position could link with other schools in the local area, to support building these links. A role profile to be generated and circulated for trustees to share with prospective candidates.</p> <p>Work Plan. A work plan has been created for the next academic year, this will be reviewed at the next meeting, when there will also be a focus on completing a self review of the board.</p> | WR, JO | | | | | | | | |
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| 10 | <p>Correspondence None received.</p> | | | | | | | | | |
| 11 | <p>Confidential Items There were no confidential matters.</p> | | | | | | | | | |
| a. b. | <p>AOB The clerk was asked to contact those trustees who had not sent their apologies and request that all apologies are forwarded direct to the clerk.</p> <p>Trustee noted that the meeting time had been changed to 5:30-7:30pm as a trial to support trustees. It was agreed to revert to the previous time of 5-7pm</p> | | | | | | | | | |
| 11 | <p>Date of next meetings</p> <table border="1" data-bbox="331 855 1262 1084"> <thead> <tr> <th></th> <th>Board of Trustees</th> <th>F&GP</th> <th>TLA LGB</th> </tr> </thead> <tbody> <tr> <td>Summer Term 2018</td> <td>Thursday 12th July 5-7pm</td> <td>Tuesday 12th June 5-7pm</td> <td>Tuesday 26th June 5-7pm</td> </tr> </tbody> </table> | | Board of Trustees | F&GP | TLA LGB | Summer Term 2018 | Thursday 12 th July 5-7pm | Tuesday 12 th June 5-7pm | Tuesday 26 th June 5-7pm | |
| | Board of Trustees | F&GP | TLA LGB | | | | | | | |
| Summer Term 2018 | Thursday 12 th July 5-7pm | Tuesday 12 th June 5-7pm | Tuesday 26 th June 5-7pm | | | | | | | |
| 12 | <p>Summary of actions Include information from Safeguard my School in the CEO report PR to arrange a demo on how to use Safeguard my School with CS or WJ. 2 – WR to update the declaration of interests record with DA’s new interest. 3.2 - Complete the suggested amendments to the strategic aims and strategic priorities and bring to the next meeting in July. 5 – JL to investigate the old nursery link of St Issey. 5.5 – request that the Diocese warrant they have kept St Issey buildings in a good state of repair. 5-7 – adopt the latest model articles. 6.1 – Seek guidance from BJ regarding amending the contract of SP/ Venture MAT with St Barnabas 6.1 – Speak with St Barnabas to confirm that SP and Venture MAT would continue to support St Barnabas, yet with contractual amendments. 6.2 - Job description for the COO role to be provided for discussion at the next F&GP committee meeting. An agenda item to consider the MAT structure and finance roles will be added to this meeting. 9.2 - WR to forward skills audits to trustees for completion in time for the next meeting 9.2 - A role profile for new trustee to support the standards committee to be generated and circulated for trustees to share with prospective candidates.</p> | <p>SP PR SP JO,JL JL JL JO SP,JL WR WR, JO</p> | | | | | | | | |

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

Signed.....

Dated.....

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