



Venture Multi Academy Trust. Company Number 7535379
Minutes of an Extraordinary meeting of the Board of Trustees
Thursday 25th September 2018, 5-7pm held at Trevithick Learning Academy

Present	Philip Robinson (PR) Annemarie O'Neill (AON) Harry Hart (HH) Sean Powers (SP) Alan Honeybone (AH)
In attendance	Wendy Randle (WR) (Clerk)

Item	Minutes	Action
1	Apologies and Introductions	
1.1	Apologies were received and accepted Jo Osborne (JO). Resignation was received from David Alison via JO, it was noted this was with immediate effect. Jo Osborne submitted her resignation which will come into effect on the 1 st October 2018. Trustees thanked JO for her contribution to Venture MAT as both trustee and in the role of Chair of Trustees of Venture MAT. Trustees thanked DA for his time as trustee. WR to email JO and DA to express trustee thanks. WR to email the Diocese regarding the need for 2 Askel Veur trustees.	WR WR
1.2	The meeting was quorate in accordance with article 117.	
1.3	PR as Vice Chair, assumed the role of chair. WJ updated that Tier 2 Safeguarding training was being delivered on two dates, trustees were invited to attend (06/11/ - 3:30 – 6:30pm - 13/11/18 – 3:30 - 6:30pm).	
2	Declaration of business & pecuniary interests <ul style="list-style-type: none"> ▪ There were no further interests to declare than those already uploaded to Venture MAT's website. ▪ AH declared that his wife is completing a trainee TA role with TLA. ▪ Trustees completed the annual declaration of interests. This information will be compiled and uploaded to the website. 	WR
3	Minutes and matters arising of the previous meeting (12/07/18)	
3.1	Trustees agreed the minutes and confidential minutes of the last board of trustees meeting (12/07/18) were a true and accurate record, they were signed by PR who had been at the meeting. Trustees reflected on the previous meeting for those trustees not present. SP stated that St Issey and TLA were amazing schools for the children that attend, stating it was important for trustees to be more informed about the schools. SP will support St Barnabas until December 2019.	
3.2	Matters arising An update on those matters not covered under agenda items was provided, update in italics. 3.2 – JL to investigate the old nursery website link of St Issey- <i>JL has looked at the old website for St Issey Nursery and is unsure how to remove this domain. It was noted this link states the nursery is closed. SP to speak to the creator of this website.</i> 3.2 – Complete outstanding skills audits – <i>WR to complete with IR. Trustee noted the skills lost from DA and JO leaving the board; governance, legal and education agreeing to request trustees with these skills sets when approaching Askel Veur.</i> 5.2.1 Determine the KPIs for SP at St Barnabas at the second autumn term meeting – <i>on agenda</i> 5.2.1 Provide written confirmation of the contract between St Barnabas and Venture MAT – <i>the partnership agreement is still being developed, this will need to be in place for January, it is expected this will be formally ratified at the next St Barnabas board meeting.</i>	SP WR

<p>4</p>	<p>Venture MAT Strategic Plan</p> <p>JL and SP had met to review the Strategic Plan, part of this meeting involved considering business plans for other MATs. The strategic vision for the MAT continues to include supporting other schools under sponsorship, whilst in the interim the purpose is to maintain the two schools in the MAT and to use expertise in those schools to provide school improvement. The Strategic Aims remain the same as before and as outlined on the website; Dare to be different, Learning without limits, Stronger together and Amazing places.</p> <p>SP stated</p> <ul style="list-style-type: none"> ▪ each project within the MAT will have their own project plans which will be reviewed by trustees by monitoring progress against milestones and objectives. ▪ each project will also have its own budget which will be monitored by the F&GP committee. ▪ SP will feedback on progress against objectives at trustee meetings. ▪ SP will develop further the information on the two schools in the MAT and the outline KPI data will be presented to the board. The new finance package, PS Financials has a governance dashboard that provides the top KPIs for consideration by for trustees at meetings, the system is live. <p>Trustees thanked JL and other members of staff for the work complete in implementing PS Financials across the MAT. Trustee asked if JL was satisfied with the product? Yes, there were some areas that require further learning, yet it was hoped it would prove valuable going forward.</p> <p>Effective Change management was considered by the board, along with risk management, as outlined in the plan.</p> <p>When considering the overview of resources, trustee noted that academic year 20/21 will be slightly down, with an approximate £10k deficit. JL stated there is no way of formally identifying the income for that year, this information would be considered in greater depth at F&GP committee, trustee noted they had considered the 3 year plan previously asking if the resources data included the lagged funding? Yes. It was noted that this budget was within £50k in balance.</p> <p>Trustees will feedback on this document at the next meeting due to it being received at the meeting. A copy will be circulated with the minutes.</p>	
<p>5</p> <p>5.1</p>	<p>Governance structure to deliver strategic</p> <p>SP proposed the governance structure remains the same at present; a trust board with a Local Governing Body (LGB) at both St Issey and Trevithick Learning Academy. St Issey were scheduled to join the MAT on the 1st October 2018, discussion continued on the basis that this would happen.</p> <p>Trustees considered the amalgamation of the boards, stating once St Issey was part of the MAT the board would need to focus on the overall MAT, additionally there had been many changes and periods of potential change, that a period of consolidation would be beneficial. Trustees agreed the current governance arrangements remain with a review in a year of the effectiveness of governance.</p> <p>TLA Governance</p> <p>TLA LGB board put forward the following recommendations for approval, Tom Kennedy for chair and Harry Hart for vice chair. Trustee noted the change in chair, an explanation was provided. Trustees agreed with the LGB recommendations and approved these positions.</p> <p>The LGB were commencing parent governor recruitment and had a meeting scheduled with a potential community governor. WJ noted that the LGB functions well yet it was a small board, the board will need the trustee support to fulfil monitoring requirements of the LGB unless the board grows quickly. Trustees agreed that AON would support with this and liaise with WJ and the chair of the LGB.</p>	<p>AON</p>

<p>5.2</p> <p>5.3</p> <p>5.4</p>	<p>St Issey Governance <i>Trustee asked</i> if a St Issey governor be invited to join the trust board to foster communication? It was noted that best practice advises keeping separation between the layers of governance, yet the articles state the board can include up to 3 trustees appointed from LGB representation. It was acknowledged that the board was small and would benefit from additional skills and support. <i>Trustee noted</i> that TLA have the link governor/ trustee and agreed to extend this invitation to St Issey, noting the skills sets required would need to be satisfied.</p> <p>Scheme of Delegation The trust board needed to approve the delegation of responsibilities to St Issey. <i>Trustees agreed</i> to SP presenting a draft proposal of delegations to share with trustees, once feedback is received this will be shared with the St Issey governors for their consideration and then approved at the next trustee meeting. <i>Trustee confirmed</i> that Finance will continue to remain with the trust board.</p> <p>Relationships and Communication with St Issey The board understood the need to develop good communication links with St Issey LGB.</p> <ul style="list-style-type: none"> ▪ WJ and SP have good relationships with the leadership at St Issey. ▪ The link trustee/ governor would help to build good communication across governance. ▪ Trustees were invited to visit and attend an open evening with staff, held at St Issey next Tuesday when TLA staff would travel to attend. PR to attend. ▪ St Issey do not have any governance support at present. <i>Trustees agreed</i> to WR fulfilling the role of providing advice and guidance until a clerk is appointed. 	<p>SP</p> <p>SP</p> <p>PR WR</p>
<p>6</p> <p>6.1</p> <p>6.2</p>	<p>Chair and Vice chair election Although this was an extraordinary meeting to focus on the MAT strategic plan and governance arrangements, in light of receiving the resignation from the current chair, the board were asked to consider election of the Chair and Vice Chair.</p> <p>6.1 Chair - PR self nominated for the position of chair, there were no another nominations. PR left the room, then returned to be informed that <i>trustees agreed</i> to the PR taking on the position of chair yet noted that the board would need to consider succession planning for this role so that PR could step down again.</p> <p>6.2 Vice Chair - AH was nominated for the position of vice chair, there were no further nominations. AH left the room, then returned to be informed that <i>trustees agreed</i> to the AH taking on the position of vice chair.</p>	
<p>7</p>	<p>St Issey decision <i>Trustees stated they had been satisfied with the due diligence process completed on St Issey joining Venture MAT, trustees agreed to formally approve St Issey to join the MAT.</i></p> <p>It was noted that all paperwork regarding this had been completed as per email correspondence.</p>	
<p>8</p>	<p>MAT Central office proposal JL stated that trustees had previously supported additional support for the MAT office, the current two day a week position was positive yet it still felt that the MAT office was reactive. The impact of SP supporting St Barnabas and the Teacher Training preparation for next September had a significant impact on the MAT office.</p> <p><i>Trustee requested</i> information on the additional costs of this proposal, JL has revisited the job descriptions for the TLA office, there would be a restructuring of the TLA office to include a senior secretary and removal of the office manager. JL noted the job descriptions had been prepared to review with consultation with the office team. It was proposed that the staff member completing</p>	

	<p>two days a week would become Business Support in the MAT office, there would be no change in grade or hours. TLA would appoint a new secretary in TLA, a FTE. School could consider appointing an apprentice, yet the costing has been based on appointing an experienced person. It was noted that the head of school at TLA would lose their current support. JL felt the office restructuring also supported retention of staffing and stability whilst providing development opportunities for staff. The budget would remain in surplus. It was noted the MAT budget will need to work, St Issey cannot be top sliced.</p> <p>It was noted that the teacher training would bring in an income to cover for the hours required to administer the programme. Trustee asked who would deliver this programme? SP will set up the course with a part time role to manage and mentor the programme. Trustee asked in terms of space, where would this be delivered? There would only be six students at a time, there are spaces to support this. Trustee asked would SP have the capacity to be a course leader post St Barnabas, asking if further school improvement work materialised after St Barnabas who would fulfil this? SP stated the programme is accredited by Marjon which provides oversight. The training programme came about to train our own teachers to deliver the style of teaching for the MAT. Trustee asked would this be part of the package of advertising of the MAT? Yes.</p> <p>Trustees approved the MAT Office staffing proposal.</p>	
9	<p>Policies for approval</p> <p>9.1 Child Protection – the proposed model policy from CAPH considered the changes of Keeping Children Safe In Education 2018 (KCSIE), all staff are expected to know how to make a referral to MARU, Peer on peer abuse, sexual exploitation. Trustees agreed to approve the policy.</p> <p>9.2 Teachers Pay Policy – there were no amendments other than to the values in the pay policy. The recommendation was to minimum and maximum scales, the pay policy applies 3.5% to min, max and each point in between and 2% upper payscale post threshold. It was noted that these suggestions were way beyond what schools would have budgeted for and the government will fund an element of this, there is a rate per pupil that will be provided – approximately £6k per person.</p> <p>Pay committee – scheduled to meet on Friday 5/10/18 at 9:30am, AH, PR and SP. CEO performance management – trustees agreed to continue with the external advisor appointed by the board last year. SP to get some dates from the External Advisor and schedule the CEO performance management</p> <p>Support staff pay committee. Support staff will have their change of pay implemented from the 1st September. The appraisal and performance management processes are underway. WJ stated there were no contentious scenarios, stating the process was fairer due to the pay restructuring that had taken place. Trustees were content that the school completed the support staff pay processes on the information received.</p>	
10	<p>Keeping Children Safe In Education</p> <p>The above 2018 guidance had been circulated prior to the meeting, trustees signed to say they had read, understood and agreed to follow the guidance outlined in parts one and two. WR to confirm this with IR – it was noted that IR would be knowledgeable in the guidance due to his profession.</p>	WR
11	<p>Correspondence</p> <p>11.1 Academies Financial Handbook 2018 – this had been circulated prior to the meeting. Trustees received the new guidance.</p> <p>11.2 Eileen Milner letter to the accounting officer (18/09/18) - this had been circulated to all trustees prior to the meeting. Trustees received this letter.</p>	
12	<p>Confidential Items</p> <p>An item was reported in the confidential minutes.</p>	
13	<p>Date of next meetings</p>	

	Trustee noted that the increase in referrals which is impacting on resourcing to deliver quality of teaching in TLA. SP stated that professionals should not be recommending certain schools, SP has spoken with a member of staff who has spoken with professionals to remind them of their professional duty to refer pupils to all schools.	
	Summary of actions	
1.1	Email JO and DA to express trustee thanks.	WR
1.1	Email the Diocese regarding the need for 2 Askel Veur trustees.	WR
2	Upload annual declaration of interests information to the MAT website.	SP
3.2	Speak to the creator of the St Issey website re its removal.	
5.1	Liaise with TLA Head of School and the Chair of LGB re monitoring support.	AON
5.2	Invite a St Issey governor to join the trust board, to support the skills set lost and to foster good communication between the board and LGB.	SP
5.3	Prepare a SOD proposal for St Issey, share with trustees for feedback then share with St Issey LGB, formally approve at next trustee meeting	SP
5.4	Attend an open evening with staff, held at St Issey next Tuesday.	PR
	Clerk to providing governance advice and guidance to St Issey until a clerk is appointed.	WR
10	Confirm IR has read, understood and agreed to follow the KCSIE guidance.	WR

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

Signed.....

Dated.....

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