Minutes of the Meeting of the Board of Trustees
held at 5.00pm on Monday 12 March 2018
at Mary Rose Academy, Gisors Road, Southsea, PO4 8GT

Present:  Mark Mitchell (MM) Chair
          Alison Beane (AB) Executive Headteacher, Trustee
          Judith Smyth (JS) Trustee
          Chris Green (CG) Trustee
          Alistair Gray (AG) Trustee
          SJ Davis (SD) Trustee
          Darryl Morgan (DM) Trustee

In attendance:  Lorraine Swanson (LS) SAT Business Operations Director
               Karen Frost (KF) Company Secretary

Apologies:  Simon Yates (SY) Trustee
            Steve Frampton (SF) Trustee

1  WELCOME AND APOLOGIES

1.1 The Chair welcomed everyone to the meeting. Apologies for absence were received and accepted from Steve Frampton and Simon Yates.

2  DECLARATION OF PECUNIARY INTERESTS

2.1 There were no declarations of pecuniary interest relating to the items on the agenda.

3  MINUTES OF THE PREVIOUS MEETING

3.1 Minutes from the meeting of the Board held on 11 December 2017 had been received in advance of the meeting. They were unanimously agreed to be an accurate record of the meeting and were signed by the Chair.

4  MATTERS ARISING

4.1 Trustees reviewed progress towards the actions agreed at the last meeting and noted that they had all been completed.
5 COMMITTEE TERMS OF REFERENCE

5.1 Draft terms of reference for the Board’s committees had been received in advance of the meeting.

5.2 The Chair suggested that changes might need to be made to the committee membership to ensure meetings of the Standards Committees were quorate. It was decided to leave membership as it was for the rest of the year and to review the situation at the start of the next academic year.

5.3 The proposals for the constitution of the Mary Rose Academy Governing Body were discussed and it was decided to have a constitution that included three parent governors and four co-opted governors.

5.4 The Board felt it was important to continue to have strong parental representation on the Academy Governing Bodies.

5.5 Trustees suggested updating references to the DBS in the Academy Governing Body terms of reference and to add disqualification by association to the list of disqualification reasons.

5.6 Taking into account the suggested amendments, the Board was in agreement to approve the terms of reference.

6 EXECUTIVE HEADTEACHER REPORT

6.1 Head of School reports for each of the academies in the Trust were distributed in advance of the meeting. The reports had already been considered by each of the Academy Governing Bodies.

6.2 In terms of Challenge Partner Reviews: the reviews of Cliffdale Primary Academy and Redwood Park Academy had taken place in the autumn term. The Mary Rose Academy review was underway.

6.3 An update on progress at Redwood Park Academy was given. The Challenge Partners review had been positive and resulted in a solid ‘good’. It was clear that the Academy was on a fast paced journey to outstanding. There had been some concerns with the latest pupil outcomes data but that seemed to be more to do with the assessment process rather than issues with standards. The Trust was receiving positive feedback about the Academy from external visitors. A SEN review by a school improvement consultant who is also an Ofsted Inspector had been booked for the summer term.
6.4 A new system had been implemented across the Trust to evidence pupils’ achievement of the values. A presentation about the system would be given at a future meeting.

6.5 **Trustees asked** how the Trust could benchmark progress in this area so they knew how they were doing compared to other schools. It was noted that it was difficult to benchmark with other special schools but it was possible to assess how the Trust was performing from the outcomes and destinations of pupils when they left. Triangulation could occur through assessing the quality of teaching and learning.

6.6 **Trustees asked** whether benchmarking information could be put together from the informal feedback received from external visitors but it was felt this might be quite subjective and so not very useful.

6.7 **Trustees asked** whether the Trust was aware of the Solent LEP Education Strategy and the skill set that employers in the area required. AB said she hadn’t seen it and wasn’t sure it would be useful for the pupils in the Trust. **Trustees suggested** use of the Preparation for Work grid instead. It was agreed that DM would send an example of this to AB.

**Action:** DM

6.8 **Trustees said** a lot of work was going on locally to encourage employers to look more favourably at pupils with SEN. The Trust ensured that all pupils left with some form of accreditation. AB said the biggest challenge was getting employers to see that the less able pupils could make a positive contribution with a bit more help and support.

6.9 **Trustees asked** if the Trust was engaging with the Beneficial Foundation. AB said they had done in the past.

6.10 **Trustees drew attention** to a small charity business called Cookie Box who were looking to expand as a franchise. It was agreed that DM would forward details to AB.

**Action:** DM

6.11 **Trust Strategic Direction**

6.12 The Trust had been approached by the Regional Schools Commissioner (RSC) to support a special school in West Sussex and it had been put forward as the preferred sponsor for the school.

6.13 A decision would need to be made about whether to expand into West Sussex and whether to move ahead with sponsorship of the school. It was noted that work might be needed to the buildings and site. AB had been appointed to the IEB for the school. The Chair reported that he had authorised quotes to be sought for a condition survey.
6.14 *Trustees said* they weren’t comfortable spending money on a condition survey when a decision hadn’t been made about whether to proceed. It was agreed to go ahead with getting quotes, but not to proceed with the condition survey until further information about the school was known.

6.15 *Trustees asked* what other opportunities there were for the site. AB said it might be possible to run an outdoor centre for staff training and pupils to use. It might even be possible to set up a residential. *Trustees suggested* getting a valuation of the site to see what the potential was.

6.16 *Trustees agreed* it sounded like an exciting opportunity. It was agreed that the next step would be for MM and AB to meet with the RSC and Director of Education.

**Action:** AB/MM

6.17 The Chair said if it went ahead he would be keen to explore other opportunities in the area to create a regional hub.

6.18 *Trustees asked* where the Free School due to be built in Portsmouth would be based and was told it would be in Wymering.

6.19 An update on the situation with the Willows nursery was given.

7 **FINANCE AND AUDIT COMMITTEE REPORT**

7.1 Minutes from the meeting of the Finance and Audit Committee held on 27 February 2018 had been received in advance of the meeting.

7.2 **Scheme of Financial Delegation**

7.3 The Committee had reviewed the scheme of financial delegation and proposed an amendment to the purchasing guidelines. Previously, three quotes had been sought for amounts of £500 and above but the recommendation from the committee was to increase the amount to £5,000. Trustees were in unanimous agreement with the proposal.

7.4 **ICT Depreciation**

7.5 The Committee recommended changing the ICT depreciation from three years to five years from September 2018. Trustees were in unanimous agreement.

7.6 **Discretionary Compensation Policy**

7.7 Trustees were in agreement to approve the Discretionary Compensation Policy on the recommendation of the Finance and Audit Committee.
8 STANDARDS COMMITTEE REPORT

8.1 Minutes from the meeting of the Standards Committee held on 19 February 2018 had been received in advance of the meeting. It was noted that the meeting hadn’t been quorate but it had been decided to proceed with the meeting to go through the proposed terms of reference for the Committee.

8.2 The timings of committee meetings had been discussed so that they would fit in with the cycle of Academy Governing Body meetings and Board meetings.

9 GOVERNANCE

9.1 Board Membership

9.2 The Chair reported that the Board had a vacancy for one Trustee and two expressions of interest had been received for the vacancy via the Academy Ambassadors website. He was in the process of meeting both applicants.

9.3 Governor Training and Induction

9.4 A training report for 17/18 was received in advance of the meeting. Trustees decided not to continue with an SLA for training from Newport Educational as it hadn’t been value for money.

9.5 Rather than looking into an SLA with another provider, the Chair recommended £1,000 be made available to each academy in the Trust to enable them to buy in training. This could be used to organise Whole Governing Body training sessions and induction training and would allow governing bodies to tailor training to their needs. It was also emphasised that all training needs should be shared across the governing bodies so that they could share sessions where appropriate both for efficiency and to develop opportunities to network.

9.6 Trustee said it would be important that Academy Governing Bodies carry out a skills audit and self-evaluation process to identify training needs. It would also be important for them to consider the strategic priorities of their Academy and the Trust.

9.7 Trustee suggested keeping skills audit records up to date so that governors with particular skills could be approached to deliver training to other governors within the Trust.

9.8 Trustee said it would be important to make sure that governors across the Trust were receiving appropriate training and induction and suggested that a governor training policy should be developed.
9.9 The Chair reminded Trustees that all governors across the Trust had access to the Key for Governors. Governors could use this resource to improve their knowledge and skills. Once signed up, governors received a weekly update email.

9.10 The induction process for Trustees was discussed. It was agreed that AG would circulate a proposal.

Action: AG

9.11 **Vice Chair of Mary Rose Academy Governing Body**

9.12 Leone Hill was unanimously appointed as Vice Chair of Mary Rose Academy governing body.

9.13 **Good Governance in Multi-Academy Trusts**

9.14 A document called ‘Good governance in multi-academy trusts – what does it look like?’ was distributed in advance of the meeting. The document had been produced by the Regional Schools Commissioner.

9.15 *Trustees drew attention* to the section that said ‘members should decide whether to appoint the CEO as a Trustee if he/she is willing to be’ and asked whether there should be discussion about the Executive Headteacher being a member of the Board. As a member of the Board they were liable as a Director but not if they weren’t. It was noted that in the current Articles of Association for the Trust the CEO was a member of the Board unless they chose not to be.

10 **GENERAL DATA PROTECTION REGULATIONS (GDPR)**

10.1 A report about the GDPR and a compliance checklist was provided in advance of the meeting. Trustees thanked LS for the reports which they said were brilliant. It was noted that the Key for School Governors had a good GDPR compliance resource base.

10.2 *Trustees asked* about DBS forms and ID not being photocopied. LS explained that the Trust would no longer be taking copies of the forms but instead would record the details on sight.

10.3 It was noted that email accounts for governors across the Trust were in the process of being set up. *Trustees asked* for a guide to be put together for governors across the Trust about what they could and couldn’t do in terms of GDPR. LS said that guides were in the process of being put together. It was noted that the majority of information distributed to governors was public record information.
10.4 **Trustees asked** whether the necessary actions would be completed by the deadline. LS said the Trust needed to appoint a Data Protection Officer. The guidelines about the role meant a number of staff in the Trust were unable to fulfil the role. Possibilities included a Trustee, the Company Secretary, employing someone for the role or using an external agency. It was agreed that further discussion was needed.

**Action:** LS

10.5 **Data Protection Policy**

10.6 Trustees unanimously approved the Data Protection Policy that had been distributed in advance of the meeting.

10.7 **Disposal of IT Equipment Media Policy**

10.8 Trustees unanimously approved the Disposal of IT Equipment Media Policy that had been distributed in advance of the meeting.

10.9 **Secure Handling and Transit Policy**

10.10 Trustees unanimously approved the Secure Handling and Transit Policy that had been distributed in advance of the meeting.

11 **COMPLAINT POLICY**

11.1 Trustees unanimously approved the Complaint Policy that had been distributed in advance of the meeting.

11.2 **Trustees asked** whether the Complaint Policy would be published on the Trust’s websites and noted that it would. **Trustees suggested** it also formed part of the new governor and trustee induction process across the Trust.

12 **POST**

12.1 Governors received copies of:

* The ESFA letter to Academy Trusts dated December 2017.
* The ESFA letter to Chairs of Academy Trusts dated February 2018.
* The ESFA letter to Academy Trusts dated March 2018.

13 **ITEMS FOR THE NEXT MEETING**

* Evidencing vision and values.
* GDPR
14 AOB

14.1 A verbal update on the situation with funding of the Albert Annexe was given at the meeting. An increase in funding had been agreed but it would no longer be backdated to September 2017 and would only start from September 2018. The increase would need to be approved by the School’s Forum.

14.2 *Trustees discussed* the change and raised concerns about high needs funding in general. If increased funding wasn’t received, the Albert Annexe wasn’t financially viable and would have to close. *Trustees expressed concern* that closure of the provision might mean the Trust would need to exclude pupils which went against the ethos of the Trust which was to meet the needs of pupils rather than exclude them.

14.3 Trustees asked LS to gain confirmation from PCC that additional funding would be provided and to ask for it to be backdated to September 2017 as originally agreed.

**Action:** LS

14.4 CLOSE

14.5 There was no further business and the Chair declared the meeting closed.

14.6 The date of the next meeting of the Board would be held on Monday 9 July 2018 at 5.00pm.
## Summary of Actions

<table>
<thead>
<tr>
<th>No.</th>
<th>Action</th>
<th>By whom</th>
<th>Target Date</th>
</tr>
</thead>
<tbody>
<tr>
<td>1.</td>
<td>Send the Preparation for Work grid to AB.</td>
<td>DM</td>
<td>July 18</td>
</tr>
<tr>
<td>2.</td>
<td>Forward details of the Cookie Box charity to AB.</td>
<td>DM</td>
<td>July 18</td>
</tr>
<tr>
<td>3.</td>
<td>Meet with the RSC and Director of Education to discuss supporting and possible sponsorship of the school in West Sussex.</td>
<td>MM/AB</td>
<td>July 18</td>
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<td>4.</td>
<td>Develop governor training policy.</td>
<td>KF</td>
<td>July 18</td>
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<tr>
<td>5.</td>
<td>Circulate induction process for Trustees.</td>
<td>AG</td>
<td>July 18</td>
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<tr>
<td>6.</td>
<td>Produce some GDPR guidance for governors across the Trust.</td>
<td>LS/PG</td>
<td>July 18</td>
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<td>7.</td>
<td>Prepare a proposal for the appointment of the Data Protection Officer.</td>
<td>LS</td>
<td>July 18</td>
</tr>
<tr>
<td>8.</td>
<td>Seek confirmation from PCC about funding for the Albert Annexe.</td>
<td>LS</td>
<td>July 18</td>
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