Minutes of the twenty-first meeting of the directors of the Academy Trust Company, duly convened and held at Mary Rose Academy, Gisors Road, Southsea, PO4 8GT on Monday 10 July 2017 at 5.30pm.

Present:  
Mark Mitchell (Chair)  
Alison Beane (Executive Head Teacher, Director)  
SJ Davis (Director)  
Judith Smyth (Director)

In Attendance:  
Lorraine Swanson (SAT Business Operations Director)  
Karen Frost (Company Secretary)

Apologies:  
Chris Green (Director)

1 Welcome and Apologies

1.1 The Chair welcomed everyone to the meeting. The Board received and accepted apologies for absence from Chris Green.

2 Declaration of Pecuniary Interests

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

3 Confidential Item

3.1 A confidential item was discussed.

4 Constitution and Membership

4.1 Directors noted the change to the constitution of the Board which had been increased to ten directors including: six member appointed directors, one CEO and three co-opted directors.

4.2 SJ Davis and Chris Green had been appointed by members as member appointed directors. Trevor Sapey had resigned as a director of the Trust so there were now vacancies for two member appointed directors and three co-opted directors.
4.3 The Board discussed filling the vacancies agreeing there was a need for a wide range of skills including: school improvement, HR, finance, business and risk management. The Board’s diversity could also be developed to increase representation from different communities on the Board.

4.4 Directors agreed that interviews should be held for new Board members to make the process more formal.

4.5 It was agreed to advertise the vacancies: on the Shaping Portsmouth website, on Academy Ambassadors and on the SAT website.

Action: MM

5 MINUTES OF THE PREVIOUS MEETING

The minutes of the meeting held on 20 March 2017 had been received in advance of the meeting. It was resolved to approve the minutes as accurate record of the meeting. The minutes were signed by the Chair.

6 MATTERS ARISING

6.1 Directors asked for an update on minute 7.3 – the bid for a new free special school in Portsmouth that would be built on part of the Redwood Park Academy site. An update was given under agenda item 7.

7 STRATEGIC DIRECTION OF THE TRUST

7.1 Governors confidentially discussed the strategic direction of the Trust.

8 AUDIT COMMITTEE REPORT

8.1 MEMBERSHIP OF THE AUDIT COMMITTEE

8.1.1 It was noted that there was still a need for an additional Director to sit on the Audit Committee.

8.2 RECOMMENDATIONS OF THE RESPONSIBLE OFFICER REPORT

8.2.1 Two Responsible Officer’s Reports, one dated 1 September 2016 to 31 January 2017 and the other dated 1 February 2017 to 31 May 2017 had been received in advance of the meeting.

8.2.2 The Chair reported that the Audit Committee had reviewed issues raised in the reports. The main issue was to do with the refurbishment of the office at Cliffdale Primary Academy. Quotations hadn’t been obtained in line with
the procurement policy due to a change in requirements part way through the works. This resulted in the end cost being more than £5,000.

8.2.3 The Audit Committee had discussed how to mitigate against this risk and agreed that better forward planning and bringing in specialist advice, as necessary, would help to control it.

8.3 **RECOMMENDATIONS OF THE BUDGET MONITORING REPORT AND PROPOSED BUDGET FOR 2017/18**

8.3.1 The following documents were received in advance of the meeting:


8.3.2 Directors discussed the projected deficit of £63,000 for 2017/18. The main reason for the deficit was the £101,000 in year deficit at Mary Rose Academy but there was also uncertainty about the level of funding that would be received as the Local Authority was in the process of changing the top up bandings.

8.3.3 Directors asked how the cashflow was. The Business Operations Director said that cashflow wasn’t critical at the moment.

8.3.4 The need to set a balanced budget for the year was noted. Directors were in agreement that further in-year savings would be needed rather than using the funds currently held in the contingency reserve. It was agreed that the Chair would work the Business Operations Director to finalise the budget figures which would then be reviewed and circulated to Directors for approval via written resolution.

8.4 **REPORT FROM PTSA**

8.4.1 A PTSA budget monitoring report dated 14 June 2017 was received in advance of the meeting.
8.4.2 Directors noted the large surplus for the maths hub although the Business Operations Director said she was expecting the final surplus to be under £100,000.

8.4.3 Directors asked whether there was enough evidence to say whether the surplus was justified. They asked for reassurance that the money was being spent where it needed to be.

8.4.4 The Business Operations Director reported that an annual financial return had to be submitted to the National College for Teaching and Leadership and that the PTSA accounts were fully audited. The PTSA was also required to say how it was planning on spending any funding that hadn’t been spent.

8.4.5 Directors asked whether the PTSA fully covered all of their costs. The Executive Headteacher said that they did.

8.4.6 Directors said it was important that the Trust celebrated the work being done by the PTSA which was brilliant. It was agreed that PTSA would be an item on the agenda of every meeting so that Directors could celebrate successes, monitor progress and account for the spend. Directors asked for more detailed justification of surpluses and spend in future reports.

9 RISK REGISTER

9.1 A risk register for the Solent Academies Trust was received in advance of the meeting. It was noted that the register needed updating and agreed that the Chair would review the register ready for discussion at the next meeting. Directors were asked to send any comments about the risk register to the Chair.

ACTION: MM

10 PUPIL PROGRESS

10.1 A Solent Academies Trust Report on Pupil Outcomes for the Spring Term 2017 had been received in advance of the meeting.

10.2 Mary Rose Academy and Clifffield Primary Academy were both continuing to perform very strongly, with the vast majority of pupils making good progress towards meeting their year-end targets. The data from Redwood Park Academy wasn’t quite as strong, although considerable progress had been made in the six months since Redwood had joined the Trust. There was now a need to focus on greater levels of consistency across the Academy, particularly in delivering high quality teaching and learning.
10.3 Directors noted the Redwood Park Academy Challenge Partners Report – March 2017 that had been received in advance of the meeting. The Executive Headteacher reported that the Academy had been signed up for the Challenge the Gap programme next year.

11 MINUTES FROM LOCAL GOVERNING BODY MEETINGS

11.1 Directors received and noted the following Local Governing Body minutes:

a) Cliffdale Primary Academy: 9 March 2017
b) Mary Rose Academy: 14 February 2017
c) Redwood Park Academy: 15 February 2017 and 29 March 2017

12 PAY AND PAY APPEAL COMMITTEE

12.1 Proposed terms of reference for the Pay and Pay Appeal Committee had been received in advance of the meeting. It was resolved to approve the proposed terms of reference.

12.2 Membership of the pay committee was discussed. It was resolved that Mark Mitchell, Judith Smyth and SJ Davis would be members of the Pay Committee for 2017/18. The date of the next Pay Committee meeting was agreed as: Tuesday 31 October 2017 at 5.00pm.

13 CLOSE

13.1 There was no further business and the chairman declared the meeting closed.

13.2 The date of the next meeting of the Board would be held on Monday 30 October 2017 at 5.30pm.
# Summary of Actions

<table>
<thead>
<tr>
<th>No.</th>
<th>Action</th>
<th>By Whom</th>
<th>Target Date</th>
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<tbody>
<tr>
<td>1.</td>
<td>Move forward with developing a strategic plan and key performance</td>
<td>AB/MM</td>
<td>July 17</td>
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<td></td>
<td>indicators for Solent Academies Trust.</td>
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<td></td>
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<td>2.</td>
<td>Provide a report on proposals for apprenticeships to a future</td>
<td>LS</td>
<td>July 17</td>
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<td></td>
<td>meeting of the Board.</td>
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<td>3.</td>
<td>Produce an annual report to the Board on staff sickness and absence</td>
<td>AB/LS</td>
<td>July 17</td>
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<td></td>
<td>across the Trust</td>
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<td>4.</td>
<td>Organise a tour of Redwood Park Academy for the Board of Directors.</td>
<td>MM</td>
<td>July 17</td>
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<td>5.</td>
<td>Advertise the vacancies for additional Directors.</td>
<td>MM</td>
<td>Aug 17</td>
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<td>6.</td>
<td>Review the risk register.</td>
<td>MM</td>
<td>Sept 17</td>
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