Minutes of the Meeting of the Board of Trustees
held at 5.00pm on Monday 29 October 2018
at Mary Rose Academy, Gisors Road, Southsea, PO4 8GT

Present:  
Mark Mitchell (MM) Chair 
Alison Beane (AB) Executive Headteacher, Trustee 
Alistair Gray (AG) Trustee 
Darryl Morgan (DM) Trustee 
Andrew Hill (AH) Trustee 
Gareth Morgan (GM) Trustee

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

Apologies: 
SJ Davis (SD) Trustee

1 WELCOME AND APOLOGIES
1.1 The Chair welcomed everyone to the meeting. Apologies for absence were received and accepted from SJ Davis.

2 DECLARATION OF PECUNIARY INTERESTS
2.1 There were no declarations of pecuniary interest relating to the agenda of the meeting. Trustees completed new pecuniary interest forms for 2018/19 and the pecuniary interest register was updated.

3 ELECTION OF THE CHAIR

3.1 The Company Secretary reported that no self-nominations had been received in advance of the meeting for the role of Chair or Vice Chair and asked if any trustees wanted to self-nominate at the meeting. Mark Mitchell self-nominated for the role of Chair and Andrew Hill for the role of Vice Chair.

3.2 Mark Mitchell was unanimously elected as Chair of the Board of Trustees for a term of one year running until the first meeting of next academic year. (Proposer: AH Seconder: AG)
3.3 Andrew Hill was unanimously elected as Vice Chair of the Board of Trustees for a term of one year running until the first meeting of next academic year. (Proposer: MM Seconder: GM)

MM took the Chair

4 MINUTES OF THE PREVIOUS MEETING

4.1 Minutes from the meeting of the Board held on 9 July 2018 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.

5 MATTERS ARISING

5.1 Trustees reviewed progress towards the actions agreed at the last meeting:

1: On agenda for discussion.
2: On agenda for discussion.
3: Papers had been circulated for discussion at the meeting.
4: On agenda for discussion.
5: On agenda for discussion.
6: It was agreed that Mark Mitchell and Andrew Hill would sit on the Headteacher’s Performance Management Panel for this academic year and noted that an external facilitator was in attendance. The aim was for there to be no overlap between membership of the Headteacher’s Performance Management and the Pay Committee by academic year 2019/20.
7: It was agreed to use the RSC model for Trust Board self-evaluation for 2018/19 which the Company Secretary would circulate to trustees to add in their comments.

Action: KF

5.2 It was noted that the Articles of Association had been sent to the Department of Education for approval. The final version would be circulated to trustees before being sent to the Members of the Trust for approval via special resolution.

Action: KF

6 EXECUTIVE HEADTEACHER REPORT

6.1 An Executive Headteacher report dated October 2018 was received in advance of the meeting.

6.2 Trustees asked how it was decided that leadership was strong in an academy. The Executive Headteacher explained that there was a self-evaluation process in each
academy which included all of the leaders and involved consultation with staff. It was benchmarked against certain criteria and externally verified by Challenge Partners. If felt necessary, external consultants were brought in as well, for example recently at Redwood Park Academy.

6.3 **Trustees asked** whether Challenge Partners came and assessed the Trust as well as the individual academies. The Executive Headteacher said they didn’t at the moment but a pilot was underway.

6.4 **Trustees said** it would be useful to have a report of any formal or semi-formal reviews that were taking place across the Trust to help them see the picture building over time.

*Action: AB*

6.5 **Vision, Values and KPIs**
A working party of Trustees had met recently to review the vision and values of the Trust. Documents from the meeting had been circulated in advance, including possible objective statements and goals. It was agreed to send out the draft statement and goals to trustees and the Heads of School for comment and to ask for any further input. Trustees and the Heads of School would then be invited to attend a meeting to finalise them.

*Action: AB*

6.6 **In response to a question, trustees noted** that the Trust didn’t currently provide education up to the age of 25 due to issues with funding. LS reported that the School’s Forum had decided to reduce the Trust’s budget by 1% from April 2019.

6.7 **Outcomes**
An update on outcomes across the Trust was included in the report. It was noted that both Mary Rose Academy and Cliffdale Primary Academy were performing extremely well. Redwood Park Academy was at least ‘good’ and making strong progress towards outstanding.

6.8 There were no significant concerns with any academy or with any groups of pupils.

6.9 **Safeguarding**
An update on safeguarding was received.

**7  UPDATE ON PROGRESS WITH EXPANSION OF THE TRUST**

7.1 **Willows Centre for Children**

7.2 An update on progress with the Willows Centre for Children was given. The consultation would be starting on 5 November 2018.
7.3 **Trustees asked** whether there would be the opportunity to provide nursery places for staff. The Executive Headteacher said initially there wouldn’t be but it was a possibility in the future.

7.4 **Littlegreen School**

7.5 A report on progress with the Littlegreen School conversion was received in advance of the meeting and the Executive Headteacher gave a verbal update on the process so far.

7.6 **Trustees asked** for additional information in advance of them making a formal decision about whether to proceed with the sponsorship. They asked for sufficient detail to be provided so that they were able to understand the implications, how risks were being managed and the overall benefit to the Trust.

7.7 The Chair suggested a working group of Trustees meet to go through the information available in more detail and undertake a challenge session so that Board due diligence could be completed. It was agreed that AH/GM/AB and AG would meet with the project manager and make a recommendation to the Board.

**Action:** AH/GM/AB/AG

7.8 It was noted that some parents and trade unions had raised concerns about the proposed academisation and trustees had all received a letter from a concerned parent. It was felt that the concerns being raised were unfounded and agreed that a collective response would be drafted to try and provide some reassurance.

**Action:** MM/AB

7.9 **Trustees asked** whether the Executive Headteacher still felt it was the right thing for the Trust to act as the sponsor for the school. The Executive Headteacher said she did still feel it was the right thing for Littlegreen School as she felt the Trust could provide the pupils there with a better quality of education and she also felt it would be of benefit to the Trust as it would provide a lot of opportunities.

7.10 **Trustees said** a good relationship with the current Headteacher and teaching staff would be key.

7.11 **Trustees said** it was critical that the Board made an informed decision about whether to proceed. The Board would need to understand what the issues and risks were and how the Trust would deal with them. The Board would need to make sure any risks were kept to an acceptable level.
7.12 Free School

It was noted the Free School application had been submitted and the Trust had been notified that they had been successful in moving to the next stage which was an interview on 9 November 2018. It was agreed that the application would be made available to trustees via Sharepoint.

8 UPDATE ON PROGRESS WITH EXECUTIVE HEADTEACHER RECRUITMENT

8.1 The vacancy for the Executive Headteacher had been advertised with a closing date of 16 November 2018. The interview panel would be: Andrew Hill, Louise Wilders, Alistair Gray, Mark Mitchell and Sarah Mascall. An extra-ordinary Board Meeting would be held on 6 December to accept any recommendations from the panel.

8.2 Trustees discussed the differences between an Executive Headteacher and CEO role. Currently, the Trust abided by the national terms and conditions for teachers which included the role of an Executive Headteacher. If the Trust ever decided to employ a CEO they would need to make a decision to depart from the national pay and conditions. The role of an Executive Headteacher was a more hands on role, taking responsibility for each school whereas the role of the CEO was very different and would in turn require a change to the leadership structure. It may be that the Trust would want to move to a CEO as it grew but this would have budgetary implications.

9 FINANCE

9.1 Discussion about Finance Reporting and Benchmarking
It was agreed to discuss finance and benchmarking at the next meeting of the Finance and Audit Committee.

9.2 SEN Funding
A special schools funding report was received in advance of the meeting and noted.

9.3 Foundation Living Wage
Trustees were in unanimous agreement to adopt the Living Wage, noting that it would only affect the premises support staff.

9.4 Cliffdale Swimming Pool
Trustees noted that the Cliffdale Primary Academy Governing Body were planning to fundraise for a new swimming pool and no concerns were raised.

AH left the meeting at 7.10pm
9.5 The decision making process about changes to buildings was discussed and it was agreed that any significant building changes should be discussed at Academy Governing Body level first, who would then submit a report, including any recommendations, to the Board for approval.

10 GDPR

A report on GDPR was received in advance of the meeting and the Business and Operations Director summarised progress so far. Trustees congratulated the staff on the amount of work carried out so far, noting that staff training still need to be completed.

LS left the meeting at 7.20pm

11 GOVERNANCE

11.1 Board Membership
It was noted that there were now three vacancies for Trustees on the Board following the resignations of Steve Frampton and Simon Yates. The Board was reminded that Judith Smyth had submitted her resignation at the last meeting. MM and AB would be meeting with two applicants who had come via Academy Ambassadors.

11.2 Governor Training and Induction
A report on governor training and induction was received in advance of the meeting. Trustees agreed with the recommendations made in the report and it was agreed that AG/KF would take them forward.

Action: AG/KF

12 ACADEMY GOVERNING BODIES

12.1 It was unanimously agreed to appoint Lisa Charlton as Chair of the Mary Rose Academy Governing Body for a term of 2 years.

13 POLICIES

13.1 Safeguarding Policy

13.2 A copy of the Mary Rose Academy Safeguarding Policy and the revised Keeping Children Safe in Education guidance was received in advance of the meeting.

13.3 The Chair said how important safeguarding was, particularly as all of the pupils in the Trust had special educational needs and so were highly vulnerable. Any serious
safeguarding incidents were reported to the Chair of the Trust and the Chair of the relevant Academy Governing Body.

13.4 Trustees were asked to read a copy of the Keeping Children Safe in Education guidance and to sign to say this had been completed at the next meeting.

Action: All

14 ITEMS FOR THE NEXT MEETING

• Presentation about the Curriculum.

15 DATE OF THE NEXT MEETING

15.1 The date of the next meeting was 10 December 2018 at 5.00pm which would be followed by the AGM at 7.30pm.

16 CLOSE

16.1 There was no further business and the Chair declared the meeting closed.
## SUMMARY OF ACTIONS

<table>
<thead>
<tr>
<th>No.</th>
<th>Action</th>
<th>By whom</th>
<th>Target Date</th>
</tr>
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<tbody>
<tr>
<td>1.</td>
<td>Provide the Chair of the Trust Board with monthly finance reports and all Trustees with finance reports six times a year.</td>
<td>LS</td>
<td>Sept 18</td>
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<tr>
<td>2.</td>
<td>Circulate the self-evaluation document to trustees for completion.</td>
<td>KF</td>
<td>Oct 18</td>
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<td>3.</td>
<td>Circulate the final version of the Articles of Association to Trustees before sending to Members of the Trust.</td>
<td>KF</td>
<td>Dec 18</td>
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<td>4.</td>
<td>Provide a report of any formal or semi-formal inspections taking place across the Trust.</td>
<td>AB</td>
<td>Dec 18</td>
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<td>5.</td>
<td>Send out the draft goals and objective statements to Trustees and Heads of School asking for input and comments and then organise a meeting to finalise them.</td>
<td>AB</td>
<td>Nov 18</td>
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<td>6.</td>
<td>Meet to undertake due diligence for Littlegreen school.</td>
<td>AH/GM</td>
<td>Nov 18</td>
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<td>AB/AG</td>
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<td>7.</td>
<td>Draft a collective response to the letter from the parent regarding Littlegreen School.</td>
<td>AB/MM</td>
<td>Nov 18</td>
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<td>8.</td>
<td>Move forward with the recommendations in the induction and training report.</td>
<td>AG/KF</td>
<td>Jun 19</td>
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<tr>
<td>9.</td>
<td>Read a copy of the Keeping Children Safe in Education guidance.</td>
<td>All</td>
<td>Dec 18</td>
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