Minutes of the Meeting of the Board of Trustees
held at 5.00pm on Monday 10 December 2018
at Mary Rose Academy, Gisors Road, Southsea, PO4 8GT

<table>
<thead>
<tr>
<th>Present:</th>
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<tbody>
<tr>
<td>Mark Mitchell (MM)</td>
<td>Chair</td>
</tr>
<tr>
<td>Alison Beane (AB)</td>
<td>Executive Headteacher, Trustee</td>
</tr>
<tr>
<td>Alistair Gray (AG)</td>
<td>Trustee</td>
</tr>
<tr>
<td>Darryl Morgan (DM)</td>
<td>Trustee</td>
</tr>
<tr>
<td>Andrew Hill (AH)</td>
<td>Trustee</td>
</tr>
<tr>
<td>Gareth Morgan (GM)</td>
<td>Trustee</td>
</tr>
<tr>
<td>SJ Davis (SD)</td>
<td>Trustee</td>
</tr>
</tbody>
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<table>
<thead>
<tr>
<th>In attendance:</th>
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<tbody>
<tr>
<td>Michaela Johns (MJ)</td>
<td>Audit Director, HWB</td>
</tr>
<tr>
<td>Kyle Ball (KB)</td>
<td>SAT Head of Finance</td>
</tr>
<tr>
<td>Kimberley Worthy (KW)</td>
<td>Prospective Trustee</td>
</tr>
<tr>
<td>Karen Frost (KF)</td>
<td>Company Secretary</td>
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<table>
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<tr>
<th>Apologies:</th>
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<tbody>
<tr>
<td>Lorraine Swanson (LS)</td>
<td>SAT Business Operations Director</td>
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1  WELCOME AND APOLOGIES

1.1 The Chair welcomed everyone to the meeting, particularly KW who was in attendance as a prospective trustee. Introductions were made. Apologies for absence were received and accepted from LS.

2  DECLARATION OF PECUNIARY INTERESTS

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

3  MINUTES OF THE PREVIOUS MEETING

3.1 Minutes from the meeting of the Board held on 29 October 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.
4 MATTERS ARISING

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

1: The Chair reported that he would be receiving monthly finance reports from LS and that the Board would receive finance reports 6 times a year.
2: Completed.
3: On agenda for discussion.
4: Completed.
5: In progress.
6: Completed.
7: Completed.
8: In progress.
9: In progress.

5 ANNUAL REPORT AND ACCOUNTS

5.1 The draft Annual Report and Accounts and the audit findings report had been received in advance of the meeting.

5.2 MJ reported that the accounts had been updated following the decisions made at the last Finance and Audit Committee meeting. The Mary Rose Academy was left with a £78,000 deficit which would need to be reported to the ESFA.

Action: LS/AB

5.3 The Finance and Audit Committee had been through the audit findings report in detail. There were a few recommendations around accounting but no points to report in terms of regularity. Trustees asked whether any of the accounting recommendations were material. MJ said that the most significant adjustment made was for £376,000 which related to outreach and SEN top up funding that had been received in advance. The original error had occurred in the year ending 31 August 2016 when 13 amounts had been entered into the nominal ledger during a 12 month period.

5.4 Trustees said the error highlighted a serious internal control problem and said the Trust needed to make sure processes were watertight so it didn’t happen again. The Head of Finance said he was confident the team had enough experience to make sure the processes were followed and that the necessary controls were now in place. Trustees asked whether he was certain of that and noted that he was.

5.5 Trustees asked what was being done to manage the deficit at the Mary Rose Academy. The Chair reported that he has asked the academy to reduce the amount spent on supply staff although the Executive Headteacher said it was important to
make sure pupils and staff remained safe. Assistant Headteachers were providing cover but this wasn’t sustainable in the long term. There was a funding issue with the Mary Rose Academy.

5.6 Trustees asked for a response plan to be put together for discussion at the next Finance and Audit Committee meeting.

Action: AB/LS

5.7 The Chair reported that at the last Finance and Audit Committee meeting it had been agreed that the Board would need to meet more frequently, increasing the number of meetings to 6 a year. Additional meetings of the Finance and Audit Committee would also be required. SD suggested additional meetings be held for reviewing the budget and audit.

5.8 Trustees asked what additional work the auditors provided in addition to the audit. MJ said they provided support with accounts and carried out the internal auditing. Trustees asked whether there was a conflict with the auditors carrying out both the external and internal auditing. MJ explained that the auditors were permitted to perform both the internal and external audits as the list of areas checked during the internal audit was very prescribed (the list of musts in the Academies Financial Handbook).

6 FINANCE REPORT

6.1 A budget monitoring report, management accounts, cash flow statements, a PTSA finance report and PTSA management accounts were received in advance of the meeting. It was noted that the papers had already been reviewed and discussed at the Finance and Audit Committee meeting.

6.2 Trustees discussed the PTSA finance reports and asked for closure dates of grants to be included on future finance reports.

Action: LS

KB and MJ left the meeting at 6.00pm

6.3 Trustees asked how long the Trust had used the same auditors. The Executive Headteacher said they had been in place for a number of years. Trustees suggested going out to tender for the next year as a matter of good practice. It was agreed to discuss this with the Members at their AGM.

7 UPDATE ON THE TRUST’S VISION AND VALUES

7.1 It was agreed that AB would circulate the draft vision and values in advance of the next Board meeting.
8 EXECUTIVE HEADTEACHER’S REPORT

8.1 A written Executive Headteacher’s report was received in advance of the meeting. The Executive Headteacher summarised key areas in the report.

8.2 Mary Rose Academy had recently had a very successful Challenge Partners review and Sarah Mascall had completed a review of Redwood Park Academy which was positive overall. Both reports would be reviewed by the Standards Committee at their next meeting.

8.3 The Teaching School had been successful in its application for a SSIF grant for ‘improving outcomes for SEND pupils in mainstream schools’. External feedback confirmed that the project was already having a positive impact and as a result it had been decided to extend the project in Portsmouth. Challenge Partners would be submitting a bid to the EFA in the hope to roll it out nationally. The Chair said he thought this was a real success story for the Trust. The project was raising the levels of progress and attainment for pupils with special needs in mainstream school which was a core part of the Trust’s mission.

8.4 Trustees asked whether it was worth doing as there was no financial gain for the Trust. The Executive Headteacher said she felt it was as it was making a difference to pupils in Portsmouth and had provided good professional development for the team.

8.5 The Executive Headteacher reported that an Interim Executive Board would be needed at Littlegreen Academy. The Chair was in the process of putting this together.

8.6 It was noted that all of the academies in the Trust had recently completed safeguarding audits and the Single Central Record was up to date. It was suggested that Trustees complete safer recruitment training.

Action: All

9 EXPANSION OF THE TRUST

9.1 A report about the Littlegreen review was received in advance of the meeting. The Chair explained that the working group of Trustees had met and carried out a full due diligence exercise. Following the work, it was agreed to go ahead with the sponsorship of Littlegreen School and the papers had been signed ready for a 1 January 2019 conversion.

9.2 The Chair reported that there was no further update on the Free School.
9.3 The Executive Headteacher reported that a consultation regarding the Willows Nursery was underway.

10 UPDATE ON EXECUTIVE HEADTEACHER RECRUITMENT

10.1 The Chair reported that the selection panel had decided not to recruit following the recent recruitment process. The post would be re-advertised with interviews due to take place on 6, 7, 8 March 2019. It was hoped the selection panel would remain the same.

10.2 **Trustees asked** for a paper to be provided about possible models of leadership to take into account the growth in the Trust and how it would be managed.

**Action: AB**

11 REPORTS FROM COMMITTEES

11.1 Standards Committee

11.2 The minutes from the meeting of the committee held on 12 November 2018 had been distributed in advance of the meeting. The Chair of the Committee gave a verbal update.

11.3 The committee had spent time considering what it should focus on and agreed the following areas for the next meeting: Dashboard of KPIs for the Trust, Academy Governing Body minutes, presentation about Earwig, objective reports for academies, Sex and Relationship policy and an update on the policy status throughout the Trust.

11.4 Finance and Audit Committee

11.5 The Finance and Audit Committee had met on 28 November 2018. The main focus of the meeting had been the deficit.

11.6 Pay Committee

11.7 The Chair reported that the Pay Committee had met on 31 October 2018.

12 GOVERNANCE

12.1 Board Membership

It was noted that there were three vacancies for Trustees on the Board. As long as the Members were in agreement, KW would be appointed into one of these vacancies. One of the vacancies had been advertised with Academy Ambassadors and the other would be advertised via word of mouth.

Signed: .......................................................... Date: 4 February 2019

Page 5 of 8
12.2 **Articles of Association**

Draft Articles of Association had been received in advance of the meeting. The Company Secretary reported that they had been approved by the Department for Education. The Members would be asked to approve them via special resolution at their AGM.

12.3 **Results of Self-Evaluation**

Results of the recent Trust self-evaluation completed by MM and AB had been received in advance of the meeting. The Chair reported that it would form the focus of the discussion at the meeting with the RSC.

13 **ACADEMY GOVERNING BODIES**

13.1 It was unanimously agreed to appoint Roisin Gwyer as Chair of the Redwood Park Academy Governing Body for a term of 2 years.

14 **POLICIES**

14.1 **Safeguarding Policy**

14.2 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.

14.3 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.

14.4 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

15 **COMPLAINTS POLICY**

15.1 A draft Complaints Policy was received in advance of the meeting. **Trustees asked** for the wording to be amended at 3.2. It was unanimously agreed to approve the policy once the proposed amendment had been made.

16 **ITEMS FOR THE NEXT MEETING**

- Equality objectives and information.

Signed:...........................................................................................................                      Date: 4 February 2019
17 DATE OF THE NEXT MEETING

17.1 The date of the next meeting was 25 March 2018 at 5.00pm.

18 CLOSE

18.1 There was no further business and the Chair declared the meeting closed at 7.00pm.
### 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>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>
</tr>
<tr>
<td>2.</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>3.</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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<td>4.</td>
<td>Report the 2017/18 deficit at the Mary Rose Academy to the ESFA.</td>
<td>LS/AB</td>
<td>Mar 19</td>
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<tr>
<td>5.</td>
<td>Prepare a response plan for the Mary Rose Academy deficit.</td>
<td>LS/AB</td>
<td>Jan 19</td>
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<td>6.</td>
<td>Add the closure dates of grants to the PTSA finance reports.</td>
<td>LS</td>
<td>Mar 19</td>
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<td>7.</td>
<td>Complete safer recruitment training.</td>
<td>All</td>
<td>Jul 19</td>
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<tr>
<td>8.</td>
<td>Put together a paper about possible models of leadership in the Trust.</td>
<td>AB</td>
<td>Mar 19</td>
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