

**Minutes of Meeting number TB3 of the Trust Board held on Tuesday 20<sup>th</sup> October 2015 at 4.00 p.m. in the Staff Room at Bobbing Village School**

**Present:** Mrs. A. Edwards (AE) (Chair), Mr. G. Lloyd (GL) (Vice-Chair), Mrs. K. Ware (KW) (Executive Principal – EP) Mr. A. Horton, Mrs D. Stacey (DS) (School Business Manager – SBM) and Mr. K. Wiesmath (KW).

**In attendance:** Mrs. Lois Hudson (LH) (School Principal, Bobbing Village School, Mrs. Caroline Mariner (CM) (School Principal, Iwade Community School) and Mrs. Carina Gilbert (CG) (ACA, Director of Edufin)

**Clerk to the Board:** Mr M Hydes (MH)

No.	Item/detail	Action
<b>1.</b>	<b>Welcome and Introductions</b>	
	The Chair welcomed all to the meeting and confirmed that the meeting was quorate.	
<b>2.</b>	<b>Local Advisory Board (LAB) reports.</b>	
	<i>It was noted that GS (Chair – Bobbing) and SP (Acting Chair – Iwade) had tendered their apologies.</i>	
<b>2.1</b>	<b>Trust Structure and Organisation</b>	
	The EP confirmed the structure of the Trust as follows: <ul style="list-style-type: none"> <li>• Timu Academy Trust – currently 3 Members responsible for the appointment of Trustees and overall governance arrangements</li> <li>• Trust Board of Directors – currently 5 Directors plus 1 Associate Director responsible for and overseeing the management of the Trust and its schools and also appointing local advisors</li> <li>• Local Advisory Bodies of Bobbing and Iwade schools – currently 3 and 5 advisors respectively. Bobbing School has 2 advisor vacancies and Iwade School has yet to appoint a Chair.</li> </ul>	
<b>2.2.</b>	<b>LAB Appointments</b>	
	Directors noted that there had been two expressions of interest to sit on the Bobbing LAB. Directors requested that both candidates submit pen portraits for consideration by the Board. Directors noted that both vacant positions (“Performance” and “Families & Community”) were important roles to fill and agreed, in discussion, that any appointees should have mentoring support from a more experienced director. Directors also noted that forthcoming training on RAISEonline would be helpful to any new appointees. Directors noted that Rev. Capt. Stephen Plumb had volunteered to serve as Acting Chair at Iwade whilst the search for a candidate continued. Directors agreed to provide support for the Iwade LAB in the meantime.	<b>EP</b>          <b>Board</b>
<b>2.3.</b>	<b>IWADE report</b>	
	Directors’ attention was drawn to the following matters: <ul style="list-style-type: none"> <li>• Strengths and weaknesses as identified in the School Improvement Plan (SIP) with ‘Assertive Mentoring’ being identified as a key focus</li> </ul>	

	<p>for the year across the Academy</p> <ul style="list-style-type: none"> <li>• The impact of the new Behaviour Policy including the focus on persistent absenteeism</li> <li>• The implementation of new assessment strategies using Target Tracker</li> <li>• The development of children as active citizens aware of British values</li> <li>• Monitoring plans e.g. assertive mentoring, Behaviour Policy, attendance, evaluation of new reporting system</li> </ul> <p>The Board acknowledged the proactive efforts by local advisors to monitor developments and confirmed a protocol as follows:</p> <ul style="list-style-type: none"> <li>• Identify area of focus and agree arrangements with school principal</li> <li>• Undertake monitoring activity and produce draft report</li> <li>• Share report with school principal</li> <li>• Submit report to LAB</li> </ul>	Board /LABs
<b>2.4</b>	<b>Bobbing Report</b>	
	<p>Directors' attention was drawn to the following matters:</p> <ul style="list-style-type: none"> <li>• Strengths and weaknesses as identified in the School Improvement Plan (SIP) with 'Assertive Mentoring' being identified as a key focus for the year across the Academy</li> <li>• A focus on maths attainment identified from the results produced at the end of the last academic year</li> <li>• Improvement of communication with parents identified as an issue in a parental survey</li> <li>• The implementation of new end-of-term reporting arrangements using a red/amber/green (RAG) system and the use of Target Tracker to convert from 'levels' to 'steps'</li> <li>• The promotion of British values in the curriculum and extra-curricular activities</li> <li>• Positive outcomes following the implementation of the new Behaviour Policy e.g. decline in lunchtime behaviour issues</li> <li>• Ways of rewarding good attendance</li> <li>• Improving boys' performance in Early Years Foundation Stage (EYFS)</li> <li>• Monitoring plans e.g. Assertive Mentoring, Behaviour Policy, attendance, evaluation of new reporting policy</li> </ul>	
	The Chair expressed thanks to the Principals of Bobbing and Iwade schools for their input into the meeting.	
<b>3.</b>	<b>Financial Arrangements for Growing the Trust</b>	
	<p>Directors were provided with a series of top slice calculations and noted that the current minimum contribution from Bobbing and Iwade was 11.05% based on a 31.5:68.5 split. Calculations based on taking on a 1 form entry, 2 form entry and 1 and 2 form entry schools showed percentage contributions of 10.05, 9.00 and 8.00 respectively. Directors noted that factors such as the need to have additional assistant headteachers if more schools joined the trust and a likely fall in the education services grant (ESG) would impact on calculations.</p> <p>Directors discussed issues surrounding top slicing in a multi-academy trust</p>	

	<p>and points were raised as follows:</p> <ul style="list-style-type: none"> <li>• Top-slicing appeared to be more transparent for the individual schools within the trust</li> <li>• Dependent on the level of top slicing, the trust had the flexibility to allocate resources to individual schools according to need over and beyond the base allocation</li> <li>• The amount retained would be dependent on the level of service the trust provided to individual schools plus any additional funding where a school encountered a specific need. Directors agreed that 12.5% should be used as the top slice percentage for schools in the trust</li> <li>• The ability to offer a high level of support to grow teaching and learning could make joining the trust an attractive proposition.</li> <li>• A school joining the trust might have concerns if it already had reserves</li> <li>• The trust needed to market itself effectively to be attractive to prospective new schools and would need to engage a marketing consultancy to emphasise the educational benefits of joining</li> </ul>	
4.	<b>Apologies for absence</b>	
	None	
5.	<b>Election of Chair and Vice-Chair</b>	
	<p>The Clerk took the chair and explained that at first meeting of the academic year the Articles of Association required directors to elect a Chair and Vice Chair for a period of office lasting until the first Board meeting of 2016-2017. The Clerk reported that he had received a nomination for Mrs. Angela Edwards as Chair in advance of the meeting and that Mrs Edwards had agreed to serve if elected. There being no other nominations, a vote was taken in which Directors were unanimous that Mrs. Edwards should continue in office. Mrs. Edwards took the Chair.</p> <p>The Chair explained that Mr. Graeme Lloyd had been elected as Vice-Chair at the newly constituted Board's first meeting on 16<sup>th</sup> July 2015. Mr. Lloyd explained that he wished to stand down with immediate effect. The Chair asked whether there were any other nominations for the position of vice-Chair. Mr. Alan Horton was nominated. There being no other nominations, a vote was taken which was unanimous in favour of Mr. Horton being appointed vice-Chair.</p> <p>Mr. Lloyd was thanked for his contribution during the transition period from federation to academy.</p>	
6.	<b>Declaration of Business Interests</b>	
	GL drew attention to the fact that he was employed by Lloyds Bank who were the trust's bankers.	
7.	<b>Minutes of Meeting TB2 held on 10th September 2015</b>	
	The minutes were accepted as a true and accurate record and signed by GL who had been acting Chair at the meeting.	Clerk
8.	<b>Matters arising from the Minutes.</b>	
8.1	<b>2. Declaration of Business Interests</b>	
	Directors noted that all 'Related Parties Questionnaires' had now been received.	
8.2.	<b>4.1 Benefits of having five Trust members and clarification of the role of 'Member'.</b>	

	<p>The Board was advised that, at its meeting on 13th October 2015, the trust had appointed Mrs Angela Edwards as a Member and that discussions were on-going about future trust membership.</p> <p>The Board discussed the matter of who should be registered as a director of the trust at Companies House. It was accepted that 'legacy' directors (i.e. those who had been directors prior to re-structuring in July 2015) should remain as directors for the time being. The Board asked the Clerk to enquire from the trust's solicitors as to whether LAB members should be directors as well as the status of 'associate directors' attending Board meetings.</p>	Clerk
<b>8.3</b>	<b>4.4 Cost of company secretary to the trust and clerk to the local advisory bodies</b>	
	See confidential section	
<b>9.</b>	<b>To consider administrative matters</b>	
<b>9.1</b>	<b>Confirmation of Director details</b>	
	Contact details of Directors were circulated and up-dated as appropriate.	
<b>9.2</b>	<b>Publication of Business Interest details on the Trust's website.</b>	
	Directors were advised that the EFA required details of business interests to be available to view in an accessible form on the Trust's website. The clerk and the <b>SBM</b> would be meeting to review the Trust's existing register and arrange for its publication.	
<b>9.3</b>	<b>Code of Conduct</b>	
	Directors acknowledged and signed a copy of the Code of Conduct for 2015-2016.	
<b>9.4</b>	<b>Governance calendar, 2015-2016</b>	
	Directors noted the up-dated calendar for 2015-2016 including details of Board and LAB meetings. The start time of the AGM following the Board meeting on 11 <sup>th</sup> December 2015 was agreed as 5.30 p.m.	
	The Chair tendered her apologies for the Board meeting on 11 <sup>th</sup> December and confirmed that the vice-Chair would be taking the meeting.	
<b>9.5</b>	<b>Training and visits, 2015-2016</b>	
	Directors noted that a total of five Directors had attended the Safeguarding Training Day on 9 <sup>th</sup> October 2015. It was agreed that a joint report on the day's programme would be distributed to all Board/LAB members	KWi
	Directors noted that RAISEonline training was being provided on 10th November 2015 following the publication of RAISEonline reports.	
	Directors confirmed the importance of providing written reports on monitoring visits for evaluation and review purposes.	
	<i>KWi left the meeting at 5.30 p.m.</i>	
<b>10.</b>	<b>To receive Executive Principal's report</b>	
	<p>The <b>EP</b> drew Directors' attention to the following points:</p> <ul style="list-style-type: none"> <li>• School Self Evaluation Forms completed for end of July 2015</li> <li>• School Improvement Plans and monitoring programme for 2015-2016 in place</li> <li>• The <b>EP</b> and <b>SPs</b> had reviewed the Teaching for Learning Policy and this would be a key feature of Continuing Professional Development (CPD) activities for term 2.</li> <li>• RAISEonline reports had been received and would be a feature of Trustee/SLT training on 10<sup>th</sup> November.</li> <li>• The TIMU sponsor and fund applications had been submitted to the South East Academies Group and Department for Education respectively.</li> </ul>	



	<p>inserted for teaching staff who have been employed by the school, for more than two years, to allow them to bring their children to the school to be taught. The new criterion would allow those staff who lived outside the catchment area, to continue to work at the school, rather than having to move to facilitate the 'school run' elsewhere.</p> <p>In discussion, Directors raised points concerning the inclusion of administrative staff and whether the criterion was in use in other schools. It was noted that currently it was some members of the administrative staff who were experiencing the problem but there was no knowledge of other schools' procedures. Directors noted that the trust had lost a valued member of the teaching staff in the past because of the matter and that there were real concerns about recruitment and retention. Directors also considered the impact of the proposal on parents were more widely particularly in the light of the fact that both schools were over-subscribed. Directors acknowledged that there could be timetabling issues when teachers found themselves teaching their own children.</p> <p>Directors agreed that whilst the proposal had merit it should not be implemented in 2017 but continue to be reviewed on an annual basis.</p>	SBM/Clerk
<b>15.</b>	<b>To approve policies</b>	
	<p>Directors considered policies as follows:</p> <ul style="list-style-type: none"> <li>• Appraisal</li> <li>• Behaviour</li> <li>• Directors' Visits</li> <li>• Finance (Financial Procedures Manual)</li> <li>• Capability</li> <li>• Pay</li> <li>• Safeguarding</li> </ul> <p>In discussion, Directors acknowledged that policies had been drawn up by Judicium but considered that, for example, "Setting Objectives" (page 2) and "Observations" (page 2) in the Appraisal Policy appeared bland and needed expanding with examples being given.</p> <p>Directors sought clarification about aspects of the Financial Procedures Manual e.g.  page 6 Section 3 'Authorisation Limits' – the permission of an 'unlimited' cheque signing limit but limits to all other (defined) spending categories  page 7 'Other Authorisation Limits' – additional wording to cover appointment of staff within agreed guidelines i.e. within budget.  Page 20 'Gifts' – the scope of the £25 limit i.e. per gift, per annum etc?</p> <p>Directors agreed that it needed to be stated that the <b>EP</b> has the authority to appoint staff within budgetary guidelines. In the case of Leadership Group appointments this would need the approval of the Trust Board.</p> <p>Directors agreed that the £25 limit on gifts should be interpreted as on an annual basis and that members of staff should self-refer where practice was 'outside the norm'.</p> <p>In respect of the Director Visits Policy, it was accepted that visits were a corporate responsibility and should not be undertaken on an individual's</p>	

	<p>initiative. It was important that any visit had a clear purpose and protocol was carefully adhered to. Most importantly, there should clear liaison with school principals throughout the process. The expectation was that visits were a planned and regular occurrence usually aligned to the School Improvement Plan.</p> <p>Directors provisionally approved all the policies subject to any amendments identified in AH's scrutiny.</p>	Board/ <b>SBM</b>
<b>16.</b>	<b>Date of next meeting</b>	
	11 <sup>th</sup> December 2015 at 4.00 p.m. followed by the AGM of Timu Academy Trust at 5.30 p.m.	
<b>17.</b>	<b>Any Other Business</b>	
<b>17.1</b>	<b>Staff disciplinary matter</b> (see confidential section)	
<b>17.2</b>	<b>Finance matters</b>	
<b>17.2.1</b>	<b>Academies Financial Handbook</b>	
	<p>Directors noted the Academies Financial Handbook effective 1/9/15 and in particular the changes identified in this edition - see page 5ff</p> <p><a href="https://www.gov.uk/government/uploads/system/uploads/attachment_data/file/469495/Academies_Financial_Handbook2015.pdf">https://www.gov.uk/government/uploads/system/uploads/attachment_data/file/469495/Academies_Financial_Handbook2015.pdf</a></p>	
<b>17.2.1</b>	<b>Directors noted the fraud awareness update provided by the trust's bankers – Lloyds plc</b>	
<b>17.2.2</b>	<b>EFA – letter from Peter Lauener dated 14/9/15</b>	
	<p>Directors noted and reviewed a letter from Peter Lauener – Chief Executive EFA – to academy accounting officers</p> <p><a href="https://www.gov.uk/government/uploads/system/uploads/attachment_data/file/460408/Letter_from_Peter_Lauener_to_academy_accounting_officers_September_2015.pdf">https://www.gov.uk/government/uploads/system/uploads/attachment_data/file/460408/Letter_from_Peter_Lauener_to_academy_accounting_officers_September_2015.pdf</a></p>	
<b>17.2</b>	<b>Internal audit</b>	
	The SBM reported that no issues had been raised in a recent internal audit	
<b>18.</b>	<b>To consider Confidentiality and Publication of Minutes</b>	
	Directors agreed that the items 8.3 and 17.1 should be placed in the confidential section.	

The meeting closed at 6.20 p.m.

Signed \_\_\_\_\_ (Chair)

Date \_\_\_\_\_

NB

EP = Executive Principal

SBM = School Business Manager

