

## Board of Trustees/Directors

MINUTES

16<sup>th</sup> October 2023

4.00pm

This meeting held in person at Landscope School House with the option of online participation via Microsoft 'Teams'

**Present:** Cheryl Mathieson (Chair) Sarah Cox (SC) (TEAMS)  
 Nicky Dunford (CEO) Paul Waterworth (PW)  
 Christopher Norman (CN)  
 Dominic Course (DC) (TEAMS)  
 Graeme Scott (GS) (TEAMS)

**Minutes:** Charlotte Roe (GP)

Presentation from Ross Cooper (RC), new Estates Manager. RC explained his background and his role in his previous employment. He said that he saw his new role with the Link Academy Trust was to look after the estates, IT infrastructure, sustainability (which was his passion) and Health and Safety. RC updated the meeting on what he had been doing since starting with the Trust. RC said that he had addressed some outstanding compliance issues. Being a new role, RC said that he was still working out how to support the schools across the Trust ensuring that the works were managed centrally. In terms of sustainability, moving forward, energy data was being collected to reduce energy consumption to achieve net zero by 2030. RC said that he would like to pull together a strategic carbon reduction plan which should allow the trust to access grants. Currently RC was working on CIF bids. *The Trustees asked about RAAC* – RC said that though not guaranteed it was believed that none of the Trust schools were affected. The Trustees said that sustainability focus was welcomed as a Trust. It was noted that the DCEO and his team had been doing sterling work to bring the Trust to its current level. The Trustees welcomed RC to the Trust. The CEO reiterated that already RC had made a positive impact and was giving the Trust confidence that things were now being addressed.

No	Item	ACTION
1.	<b>Welcome and apologies</b> The Chair opened the meeting with a welcome. Apologies from Ben Thorne and Kate Evans were <b>accepted</b> .	
2.	<b>Declarations of interest</b> Trustees confirmed that the Related Parties forms had been completed.  The Trustees unanimously confirmed that they had read the KCSIE	
3.	<b>Any other business</b> There was no other business	
4.	<b>Approval of meeting minutes</b> Part I Minutes of the meeting dated 10 <sup>th</sup> July 2023 were <b>accepted</b> as a true record and <b>approved</b> by the Trustees	
5.	<b>Matters arising from 10<sup>th</sup> July 2023 not on the agenda</b> 5.11 SRMA update – the CEO reported that the final meeting had taken place. She added that due to the uniqueness of the Trust, though actions were flagged up it was clear it was due to the nature of the Trust rather than financial imprudence. In fact, the final assessment was that financial planning was judged a strength of the Trust. The Chair said that in the feedback meeting with the ESFA, the report's recommendations had been reviewed but it had been agreed that due to the make-up of the Trust it would not be practical to implement them all. <i>The Trustees asked questions of clarification around staffing, financial allocation and benefits of apprenticeships.</i>	

6.	<p><b>Chief Executive Officer's Report</b></p> <p>The CEO's report was circulated before the meeting. The CEO drew the Trustees attention to staffing across the Trust. The CEO said that correct staffing levels were a struggle which was impacting on the Academy Heads and staff wellbeing and morale and ultimately pupil outcomes. The DoE had talked to all the Heads to find out what was vital to support each school. The CEO had met with the DoE and there was now an informed plan of additional staffing requirements across the whole Trust. The next step was for the DCEO to work out the cost of the additional requirements which was expected to be around £150,000 for the current year. The Trustees commented that this had been raised by the LAC Governors through their visit notes and personally by Trustees. <i>The Trustees asked how the posts would be filled if the Trust was already struggling to fill vacancies?</i> The CEO said the Trust would have to just keep trying. The Trustees agreed that some of the reserves should be spent on the pupils' education and ensure good outcomes and <i>asked how the individual school needs were judged?</i> The CEO said that they were based on need only and added that in most cases it was where staff had not been replaced following staff leaving. <i>The Trustees asked whether this would mean schools would be running at deficit?</i> The CEO said that it could, but it was a whole Trust approach. The CEO added that supply costs should reduce as it would result in staff not being under so much pressure therefore mitigating some illness. The CEO added that this should also improve academic outcomes for the pupils. The Trustees agreed that additional help should go where needed. <i>The Trustees asked whether there were any lessons for the future?</i> The CEO said that reserves policy needed to be looked at and the Trust not to be so financially risk adverse in future and ensuring that current needs were being met as well as preparing for the future and unforeseen circumstances. The CEO explained the needs that had been highlighted across the Trust. <i>Following a question from the Trustees,</i> it was confirmed that the reserves policy was being reviewed under F&amp;GP. <i>The Trustees asked how this situation had been communicated to the schools?</i> The CEO said that this was being explained through an overarching statement to all schools rather than being school specific. The Trustees acknowledged that this spend could be a permanent spend and asked for clarification. The CEO said that some of the jobs would be temporary and explained the rationale. It was <b>agreed</b> once the report was costed, it would be sent to the Chair of Trustees and Chair of F&amp;GP for approval. It was remarked by the meeting that the current schools needed to be secure before the Trust expanded.</p> <p>The CEO updated the Trustees on a meeting she had had with a potential school under a sponsorship arrangement. <i>The Trustees asked questions around finance, arrangements, governance and the process.</i> The CEO also updated the Trustees on other potential growth areas.</p> <p><i>The Trustees asked about the pupil sickness levels across the Trust?</i> The CEO said that the Trust overall percentage was consistently strong. <i>Following a question from the Trustees,</i> the CEO said that the pupils' culture towards attending school in the Trust was good, and any sickness was felt genuine. The CEO added that a new Attendance Officer would be identified as soon as possible.</p>	CEO
7.	<p><b>Audit Committee</b></p> <p>No further meeting had been held since 11<sup>th</sup> May 2022. No minutes to note. Next meeting scheduled for 7<sup>th</sup> December 2023.</p>	
8.	<p><b>Finance &amp; General Purposes Committee</b> <b>Minutes from 29<sup>th</sup> September 2023</b></p> <p>The draft minutes were circulated before the meeting. In the absence of the Chair of F&amp;GP, the Chair of Trustees invited questions. There were no further questions.</p> <p>8.1 Terms of Reference for approval – The ToR were circulated before the meeting. It was noted that two points had been transferred to the Audit Committee ToR as this was where the responsibility lay. The Trustees <b>approved</b> the ToR for Finance and General-Purpose Committee.</p>	
9.	<p><b>Remuneration Committee</b> <b>Minutes from 4<sup>th</sup> October 2023</b></p> <p>The Part II draft minutes were circulated before the meeting. The Chair said that the main part of the meeting had concentrated on the annual salary review. The Chair drew the Trustee's attention to the recommendation for the Board of Trustees outlined</p>	

	<p>in the Part II Minutes. Following a discussion, the Trustees <b>approved</b> the recommendation. The Chair of the Committee invited questions.</p> <p>9.1 Terms of Reference for approval – the ToR were circulated before the meeting. The Trustees <b>approved</b> the ToR for the Remuneration Committee.</p>	
10.	<p><b>Standards &amp; Curriculum Committee</b>  <b>Minutes from 10<sup>th</sup> October 2023</b></p> <p>The draft minutes were circulated before the meeting. It was noted that the focus of the meeting was on data, and it had been identified that the Trust needed to consider a different monitoring system as the Trust grew. The CEO warned that although the alternative system was strong for data monitoring, it would have a substantial impact on the administrative side of the Trust and so due diligence was needed before any final decision was made.</p> <p>In the absence of the Chair of S&amp;C, the Chair of Trustees invited questions. There were no questions.</p> <p>10.1 Terms of Reference for approval – the ToR were circulated before the meeting. The Trustees <b>approved</b> the ToR for the Standards and Curriculum Committee.</p> <p>10.2 Local Boards - It was also noted that the new LAC structure was working well, with the Chairs of the LAC reporting positive feedback.</p>	
11.	<p><b>Governance</b></p> <p>11.1 Update – The Chair to summarise any changes or appointments of Trustees and Governors. The Chair advised that there had been no change in Trustees and that the recruitment and appointment process for LAC governors was still ongoing. The GP advised that once it had been finalised, a full outline of the LAC membership would be circulated to the Trustees. Pen portraits from three of the Trustee Appointed Governors were circulated before the meeting. The Trustees <b>approved</b> the Trustee Appointed Governors.</p> <p>11.2 Skills Audit – All the Trustees had completed the skills audit and the results had been circulated before the meeting. It was noted that there were only a small number of areas where overall skills appeared weaker and the Chair added that these would be analysed further in terms of recruitment. The Chair advised that the recruitment process had started with the GP contacting a number of people who had expressed interest. <i>The Trustees asked what skills were the Trust looking for?</i> It was noted that the Trust needed a Trustee liaison with the Diocese and someone to strengthen the S&amp;C trustee membership. General business and PR expertise were also needed.</p> <p>11.3 Away Day. The Chair confirmed the date of 6<sup>th</sup> November 2023 at Dartmoor Lodge, Ashburton. The morning session would be for Trustees, Members and LAC Chairs with a review of the Trust’s vision and values, followed by a presentation from Devon Education Services about Relational Approach (the Trust’s focus for this year). After lunch the Trustees and Members would look at growth and succession.</p> <p>11.4 Academy Trust Handbook Summary (Page 7). The Chair asked the Trustees to ensure that the summary page was read. It was noted that the handbook had been shortened this year with supplementary guidance signposted throughout the document. There were no substantial changes.</p>	
12.	<p><b>Safeguarding</b></p> <p>The CEO said there was no issues to report.</p>	
13.	<p><b>Health and Safety</b></p> <p>The CEO said there was no issues to report.</p>	
14.	<p><b>Risk Register</b></p> <p>The Chair confirmed that she had discussed with DCEO the way forward on the risk register. The process will be as follows:</p> <ul style="list-style-type: none"> <li>• Academy Heads populate the individual school risk registers with LAC Governors monitoring during their visits and reporting through LAC minutes to Trustees</li> <li>• EIT monitor the school risk registers and elevate, where necessary, any issues of concern to the Trust level risk register</li> <li>• CEO and DCEO monitor the school and Trust level risk registers termly discussing with the AH any highlighted issues.</li> <li>• Trust Board monitor the Trust level risk register – GP providing a report for each committee and full board meeting on relevant risk categories.</li> </ul>	

	<p>The Chair of Audit agreed that this process was the best way forward and felt it was moving in the right direction. The Trustees discussed the process to ensure that it was a robust and effective system to keep the pupils and staff safe.</p> <p>It was <b>agreed</b> that now the process was agreed this should make future Trustee monitoring easier.</p>	
15.	<p><b>Strategic Plan</b></p> <p>15.1 Update of the following strategy plan category: -</p> <ul style="list-style-type: none"> <li>• Governance – Graeme Scott – GS said that he had met with the Governance Professional and reported that the current year’s focus was the risk register, embedding the new LAC model and governor training, role of the LAC and trustee recruitment.</li> <li>• Growth and Capacity – Paul Waterworth – PW said that he had met with the DCEO and finalised an action plan for the current academic year. Growth potential was twofold – external growth and capacity to absorb new schools and pupils; and internal activity, including attitude of staff, presentation of schools, open days etc. The action plan was now on Sharepoint. The plan was for PW to meet termly with the DCEO on the strategy plan’s progress.</li> </ul> <p>15.2 Trustees to share any issues arising from the committee meeting on their strategy plan category: -</p> <ul style="list-style-type: none"> <li>• Vision and Values – Sarah Cox</li> <li>• School Improvement – Kate Evans</li> <li>• Estate Management – Chris Norman – CN said that the current year was to concentrate on maintaining the estate, reducing and understanding the energy consumption, understanding the current position of the estate.</li> <li>• Safeguarding – Graeme Scott - GS shared that he had met with the Trust’s Director of Safeguarding and the Governance Professional. The plan was to consider digitising the safeguarding system across the Trust. <b>GS agreed</b> that he would research and draw up a report to consider (a) whether the current system was robust enough (b) what the alternatives were. The Trustees discussed the responsibility of the Trust around safeguarding and keeping the pupils safe particularly around online. The GP advised that the Online Safety Policy was due to be presented to Audit Committee in December 2023. GS said that the other focus was to ‘pressure test’ with the DoS circulating scenarios to academies across the Trust to ensure that safeguarding was robust. Supervision was also raised. GS said that the SCR being checked by governors was discussed. GDPR was discussed. It was recommended that in future the LAC would only check that the SCR’s had been checked by Senior Management and only ask questions around the checks and gaps. This was <b>agreed</b> by the Trustees.</li> <li>• Financial Strategy and Control – Ben Thorne</li> <li>• Workforce Strategy – Cheryl Mathieson – the objective was still to make the Trust an employer of choice with a focus this year on a people strategy and a review of the appraisal system.</li> <li>• Communication and IT – Dominic Course</li> </ul>	
16.	<p><b>Policies for approval</b></p> <p>The following policies have been reviewed and updated and are presented for approval as per the policy schedule:</p> <p><b>16.1 Standards &amp; Curriculum Committee</b> Safeguarding Policy Link 2023 – The Trustees <b>approved</b> the policy</p> <p><b>16.2 Recommended by the Finance &amp; General Purposes Committee</b> No policies to be approved by Board of Trustees</p> <p><b>16.3 Recommended by the Remuneration Committee</b> Pay Policy – the policy was still being worked around the salary bands and ensuring confidentiality. The HROM had discussed with the solicitors the options and the policy was being altered to reflect the legal advice.</p>	

	<p><b>16.4 Recommended by the Admissions Committee</b> None</p> <p><b>16.5 Board of Trustee Policies</b> Risk Management Policy (deferred from last Board of Trustee 10/07/23) DC confirmed that he had had a discussion with the DCEO, the main change was to clarify the risk process and trigger point for informing Members. The Trustees <b>approved</b> the policy.</p>	
17.	<p><b>Evaluation of governance impact</b> Review performance and value of meeting <i>'What proportion of board time was spent on financial performance management versus other matters of strategic importance'</i></p> <p>The Chair informed the Trustees that in future this item would be changed to the Trustees reviewing one of the principles from the Academy Trust Governance Code and for the GP to maintain an action plan with any points that the Trustees felt were not being addressed.</p>	Chair

**The meeting finished at 1759**