



**TOVE LEARNING TRUST**

**Minutes**

<b>Meeting</b>	Trustees
<b>Date</b>	23 <sup>rd</sup> September 2019

**Attendance & Apologies**

Trustees		Trustees	
Christopher Watt (Chair) CW	P	Thomas Schilling (TS)	P
Jamie Clark (JRC)	P	Duncan Nicholson (DN)	P
Tim Foster (TF)	P	Trust representatives	
Jo Chitty (JC)	P	Sue Wagstaff (CFO) (SW)	P

(key: P=Present, Ap=apologies received, A=absent)

**In attendance:** Katie Fell (Clerk) (KLF)

No.	Item	Action
1.	<b>Apologies</b> <ul style="list-style-type: none"> <li>None.</li> </ul>	
2.	<b>Declaration of Interests</b> <ul style="list-style-type: none"> <li>No interests declared.</li> </ul>	
3.	<b>Safeguarding</b> <ul style="list-style-type: none"> <li>No relevant issues to report.</li> <li>Trustees have received and read the KCSIE 2019 Part 1 and signed their confirmation in a google form. <b>ACTION:</b> CW and DN to complete online form.</li> </ul>	<b>CW, DN</b>
4.	<b>Minutes and Matters Arising from 8<sup>th</sup> July 2019</b> <ul style="list-style-type: none"> <li>Trustees discussed final checking and approval of proposed budgets. Further revisions to budgets were agreed at the end of July resulting in a smaller deficit for Rushden, and GAC and LG came in on budget. It was agreed to circulate the final Budget Forecast Report (BFR) that was sent to the DfE as confirmation.</li> <li><b>ACTION:</b> BFR to add to classroom.</li> <li><b>ACTION:</b> Include the deficit payment plan in the retained earnings report as part of the year end report.</li> <li>CFO provided an update on the SIMS Finance system, informing trustees that a 4 page letter from the solicitor had been drafted detailing all the problems and SIMS' failure to meet contractual obligations.</li> <li>Chair noted that SIMS Finance have applied system fixes in the past months which we were led to believe were already in place at the time of purchase. The system was not fit for purpose.</li> <li>Trustees and finance staff are following up on claims made by the provider that the system was actually unable to provide and, via our solicitors, the trust is looking at some form of compensation.</li> </ul>	<b>SW</b> <b>SW</b>

	<ul style="list-style-type: none"> <li>The new HCSS system is looking much more favourable and finance teams have provided positive feedback post-training.</li> </ul>	
5.	<p><b>Governance</b></p> <ul style="list-style-type: none"> <li>Trustees completed and signed updated declarations of pecuniary interest forms.</li> <li>A TLT register of pecuniary interests will be posted on the website as part of ESFA and AFH governance compliance.</li> <li>Membership of AIB and LGBs was discussed. Agreed that a trustee would join each AIB/LGB where feasible.</li> <li><b>ACTION:</b> Jo Chitty to join WPS governors when they come on board, and JRC will remain on EWS when she moves. TS will join LG AIB, and DB will join RA AIB. JRC will join GAD LGB, remain at Sponne, EWS and attend GAS and GAC whenever possible. Clerk will notify Principals and local clerks.</li> <li>Terms of Reference 2019-20 were updated and a copy will be shared in the classroom for Trustees' review.</li> </ul>	KLF
6.	<p><b>CEO Report</b></p> <ul style="list-style-type: none"> <li>JRC presented the CEO report for September 2019.</li> <li>Unfortunately WPS has still not joined through no fault of the trust. There are two outstanding land issues: one with Diocese which has been ongoing for some time; and another new issue which surfaced in August 2019 regarding the Sure Start Children's Centre on the land being transferred from NCC. DfE want to build in provision for clawback of funding for the Children's Centre which requires redrafting of leases. NCC and DfE need to agree terms of the lease to be able to progress.</li> <li>We are unclear as to the reasons that the Diocese land issue is not being resolved.</li> <li>The proposed transfer date of October 1<sup>st</sup> is not possible due to outstanding land issues above. Whilst we hope for a successful transfer for 1<sup>st</sup> November, we cannot provide any guarantees that this will go ahead.</li> <li>A memorandum of understanding has been put in place with WPS trustees from 3<sup>rd</sup> September 2019, and operationally the school is taking part in MAT activities but officially they are not part of the MAT as yet.</li> <li>Chair asked if there is anything trustees can do to expedite the process, but CEO explained the Children's Centre is a new problem requiring a new solution, and the broader political context is also a contributing factor.</li> <li>Trustees asked what costs are being incurred as a result of the delay. Mostly the investment of time and cost of legal support required as requirements change.</li> <li>Trustees discussed alternative approaches to support WPS in the meantime and possibly involve their trustees more directly with TLT.</li> <li><b>ACTION:</b> Arrange a meeting for JRC, CW, SW, Jamie Nairn (Headteacher) and Steven Breen (Chair of Governors) to discuss alternatives whilst the transfer process is finalised.</li> <li>The MAT improvement plan was shared with trustees. <b>Future agenda item was discussed:</b> to look at the 10-year horizon aspect and invite headteachers from the MAT to facilitate discussion and input on proposed strategies for growth and improvement.</li> <li>Focus area for this year is transitioning from academy improvement boards (AIBs) to local governing bodies (LGB) where appropriate. The trust aims to have LGBs of around 5 – 7 members, to include elected parent and staff governors, being mindful of skills and experience to recruit a broad and balanced governance team. Current Articles require two parent governors per LGB.</li> </ul>	JRC/KLF

	<ul style="list-style-type: none"> <li>● A summary of exam results across the MAT was shared. Results were mixed. Progress data is being confirmed Thursday 26<sup>th</sup> Sept. Outcomes improved at GAC, GAD and EWS, with similar levels of achievement at GAS and declines at Sponne, LG and Rushden.</li> <li>● Current Year 11 cohorts are looking more positive and have benefited from better quality teaching and learning in their education via support from the trust in the run up to GCSEs.</li> <li>● Sponne reported a positive P8 score, but results declined for a second year and there is work to be done to improve outcomes for 2019-20 with a particular focus on improvements in English. Sponne may potentially have an Ofsted inspection 2019-20 or 2020-21 as an exempt outstanding school.</li> <li>● Year 13 progress was mixed across the MAT. Results broadly as expected but further improvement is needed.</li> <li>● Pupil numbers were shared with Trustees. EWS reached its PAN for first time in 2 years. Sponne been at PAN for many years now. Rushden in a very competitive area for intake, and holding its own despite additional places in the system locally and in north Bedford.</li> <li>● Over 7000 pupils across MAT plus WPS and Rusden nursery. Trustees value seeing this data and how the trust is growing within schools and across geographies.</li> <li>● Janina Taylor has been appointed as Interim Principal at GAC, with support from Director of Education Carl Salt. Initial feedback from GAC staff is very positive about the change of leadership.</li> <li>● <b>TS asked about the ongoing targets and outcomes required for a permanent appointment to be made. These will be addressed in objective setting and performance reviews this month.</b></li> <li>● Louisa Richards has been appointed SID Maths. Louisa will also provide T&amp;L support across the MAT to provide targeted CPD and ongoing teacher development for this term.</li> <li>● <b>TF asked if the SID support model is still fit for purpose as the MAT grows. A SID T&amp;L for West Mids is currently being appointed. The model is designed to empower schools to develop their own sustainability and build resilience and capability from within.</b></li> <li>● A new Estates Director is currently being recruited.</li> <li>● The Free School bid has not been ruled out. Further news is awaited.</li> <li>● The primary education arm will be an area for development and future growth.</li> <li>● Grace Academy Trust is now fully transferred with new Trustees and Company Secretary appointed from TLT.</li> <li>● Management Accounts reported for July 2019. However a note of caution was made due to issues with the SIMS Finance package and lack of confidence in the accuracy. The finance team are working on end of year figures which will be completely reliable.</li> <li>● Rushden nursery is projecting a deficit budget as trustees are aware. Steps are being taken to ensure any deficit is small and the number of children and staffing is being managed to resolve any issues.</li> <li>● JRC and CW will attend an annual MAT review with the RSC in October.</li> </ul>	
7.	<p><b>New Ofsted framework</b></p> <ul style="list-style-type: none"> <li>● JRC highlighted key changes to the new Ofsted evaluation framework which came into effect at the start of the academic year, with emphasis on the 3Is: intent, implementation, impact. This is currently a major focus for CEO and leaders within the MAT, educating Heads/Principals and senior leaders and embedding change within the</li> </ul>	

	<p>academies. Ofsted inspectors will use 'deep dives' to investigate the curriculum and its subjects.</p> <ul style="list-style-type: none"> <li>Trustees will be required to be familiar with the new framework and may be called by Ofsted as part of an inspection alongside local governors and the school leadership team.</li> <li>Trustees are invited to join a training session for governors led by JRC on 26<sup>th</sup> September: Ofsted Ready for Governors. To be held at GUTP, Sponne School, 6-8pm.</li> </ul>	
8.	<p><b>Finance update</b></p> <ul style="list-style-type: none"> <li>SW updated trustees on the positive progress of the introduction of the new finance system being implemented (HCSS). This will provide a more robust platform for the new financial year. A more proactive plan and full calendar of events and expectations has been provided to all MAT academies to support timely reporting to trustees.</li> <li>Bulking up of the 7 schools will be possible within the new system. Integration of the new GA schools has been a process of change and transformation in terms of getting effective policy and procedures in place at a local school level compared to the previous centralised model.</li> <li>Support Staff pay grade banding is still to be finalised. The trust has a working arrangement that is agreed with all colleagues. TLT are working with EPM to formalise this arrangement.</li> <li>Further staffing is required to underpin the growth of the MAT.</li> </ul>	
9.	<p><b>TLT Strategic Improvement Plan</b></p> <ul style="list-style-type: none"> <li>Updated Strategic Improvement Plan shared in the classroom. Trustees were asked to engage with the plan and contribute to monitoring and progressing actions e.g. at LGB/AIB meetings they attend.</li> </ul>	
10.	<p><b>Risk Register</b></p> <ul style="list-style-type: none"> <li>A revised risk register was shared with trustees in the classroom.</li> <li><b>ACTION:</b> JRC and SW to review risk register and bring to Trustees for approval and sign off.</li> <li><b>ACTION:</b> Individual school risk registers need to be reviewed and brought to governors for review.</li> <li>Business Continuity Plans (BCP) for each MAT school also discussed. This was raised with MAT heads today and needs to be kept on the agenda with local governors. The Plumsun portal will be used across the MAT for consistency and to ensure full compliance.</li> <li><b>ACTION:</b> All SLTs to discuss local BCP and review by half term and agree plan of action.</li> </ul>	<p>JRC/SW HTs (SW)  SW/KLF</p>
11.	<p><b>Trust Policies</b></p> <ul style="list-style-type: none"> <li><b>DECISION:</b> Trustees approved the proposed 2.75% pay increase for teachers, which will be embedded in the new TLT Pay Policy 2019 when the latest Teachers Pay and Conditions is published.</li> <li>Grace Academy staff who TUPE'd over will remain on previous pay scales, and newly employed Grace employees will be on the latest TLT pay scales.</li> </ul>	
12.	<p><b>AOB</b></p> <ul style="list-style-type: none"> <li>Thomas Schilling volunteered to join the interviews for Director of Estates 2<sup>nd</sup> October. Share JD/PS with Thomas.</li> <li>Future meeting dates discussed. Agreed to move AGM to 9<sup>th</sup> December meeting and include Annual Accounts sign off. New Members to be invited to the AGM.</li> </ul>	KLF

Meeting ended: 7:35pm

Next meetings:

Pay & Performance Committee Thursday 10<sup>th</sup> October 2019

TLT Board of Trustees Monday 21<sup>st</sup> October 2019

TLT Board of Trustees & AGM Monday 9<sup>th</sup> December 2019

ACTIONS from this meeting		
ACTION	BY WHOM	BY DATE
Trustees to confirm KCSIE 2019 Part 1 has been read	CW, DN	27/09/2019
Add BFR to classroom	SW	
Include deficit payment plan in end of year report	SW	
Notify Chairs of names of Trustees joining AIBs	KLF	
Arrange meeting for TLT with WPS trustees	KLF	
Review risk register to present to Trustees	JRC/SW	21/10/2019
Individual school risk registers to be updated and shared with LGBs	SW/KLF	04/11/2019
BCPs to be reviewed by academy SLTs	SW	28/10/2019
Circulate new AGM date and invite members	KLF	30/09/2019
<b>Future Agenda Item:</b> Trustees meet with Heads to discuss MAT 10 year horizon growth and development plans	JRC/KLF	TBC

  
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