



TOVE LEARNING TRUST

Minutes

Meeting	Trustees
Date	9 th December 2019

Attendance & Apologies

Trustees		Trustees	
Christopher Watt (Chair) CW	P	Thomas Schilling (TS)	P
Jamie Clarke (JRC)	P	Duncan Nicholson (DN)	P
Tim Foster (TF)	P	Members	
Jo Chitty (JC)	P	Martin Lawrence (ML)	P
Trust representatives		Eddie Craven (EC)	Ap
Sue Wagstaff (CFO) (SW)	P	Bob Edmiston	Ap
		Tracie Edmiston	Ap

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

In attendance: Katie Fell (Clerk) (KLF), Lindsay Oake (LO) Principal Accounting Officer, Helen Drew (HD) and Matt Doyle-Healey (MDH) from Crowe UK LLP.

No.	Item	Action
1.	Apologies and introductions <ul style="list-style-type: none"> Apologies were recorded for EC, BE, TE. The Chair welcomed HD and MDH from accountants Crowe UK LLP. 	
2.	Declaration of Interests <ul style="list-style-type: none"> No interests declared. 	
3.	Minutes and Matters Arising from 26th November 2019 <ul style="list-style-type: none"> Minutes were signed as a true reflection of the meeting. No matters arising. 	
4.	Accountants to present Annual Accounts 2018-19 <ul style="list-style-type: none"> Helen Drew (HD) and Matt Doyle-Healey (MDH) from Crowe presented a final copy of the annual accounts to trustees. It was noted that this final presentation had just been received a few hours prior to the meeting and time was needed to fully interrogate before signing off. The pension figure for the West Mids was still not included and was a high priority item to add in. Reserves still need to be applied and split out per school for the very final report. The majority will reside in central TLT and be used for support across the MAT. Some reserves associated with the GAG will remain with the schools. A strategy to increase reserves of increasing the top slice from 2.5% was discussed, which is quite low in comparison to other MATs. If any figures go into deficit accounts have to include a note about what MAT is doing to support them. Need to tie up the management accounts to the reserves notes. 	

	<ul style="list-style-type: none"> ● Transactions from individual schools haven't necessarily gone into the right place - so netting out to zero has been a tricky process for Crowe. Trustees discussed that an area of improvement identified as the MAT continues to grow was stricter control and monitoring processes to ensure intercompany transfers are consistent and accurate. ● The central TLT management team needs to be disclosed but not the individual SLTs for each school. ● DECISION: Trustees agreed for CW and JRC to sign the accounts when they are finalised with the addition of the West Midlands pension and reserves by school noted. ● ACTION: Final changes and amended figures to be submitted by Crowe ready for sign off before the end of term. <p>GRACE ACADEMY trust accounts to review</p> <ul style="list-style-type: none"> ● When Grace Academy Trust came across in April, an audit was completed that there has been no trading since then. Closing funds at end of March all tally up. ● The CEO confirms that there is nothing significant to change. ● For clarification it was noted that GA is a non-trading and dormant company but has been retained due to the GAD warranties attached to it. ESFA have been notified that GA is not registered as a going concern. ● DECISION: Trustees agreed for the GA accounts to be signed. ● ACTION TAKEN: GA accounts signed by JRC and CW. ● Need a letter of representation for GA as well. 	CROWE
5.	<p>CEO verbal report – summary of the year</p> <ul style="list-style-type: none"> ● WPS is on track to complete for 1 Jan 2020 transfer. The DfE requirements with the Children's Centre have been prohibitive to getting this fully resolved. WPS will be the lead primary in the MAT. ● The three Grace Academies joined the MAT in the summer which has helped TLT to develop the West Mids Hub. Carl Salt has been appointed as Director of Education and is a very effective leader and strategist. A new School Improvement Director for T&L (West Mids) will be starting in January 2020. ● The International Motors CSR Ethos programme has generously been rolled out to RA and LG. There will be appointments made for a full time hub leader and other team roles. EWS will benefit from the scheme in the summer. TF (Chair of RA AIB) stated that governor Chris Youngman at RA (and local Vicar) would like to make contact with the Ethos programme and possibly explore connections to the local community. ● Exam results in summer 2019 were broadly similar to those in 2018 but on average the same, and showing a trajectory above average. ● The decline in results at Sponne is being addressed: English results were falling but there are other areas requiring improvement. Pupil Premium (PP) achievement at Sponne is not performing well. There was an upward trend previously but this is now falling, however due to the low numbers of PP this can skew the data. Trustees discussed holding people to account and needing to have more impact. JRC is supporting middle leaders with preparing for Ofsted. ● JRC is also actively engaged with the DfE delivering and supporting other programmes. Also Ofsted inspection work takes up more time and both of these are important but create further demands on his time. 	

	<ul style="list-style-type: none"> ● Lord and Lady Edmiston have agreed to become members and are very supportive of JRC and the trust. The impact of ethos work has been very beneficial and the trust is lucky to be able to take part in that. There have been benefits linked to improving mental health with the Ethos programme and interventions. ● SEN and disabilities provision is separate to Ethos and is tracked separately. ● CEO reported that attendance overall in the MAT is OK, although it was noted that attendance at RA was poor due to a high number of non- authorised absences. ● The trust has submitted bids to DfE for 3 strands of improvement – <ol style="list-style-type: none"> 1) leadership 2) TTF (Think For The Future) mentoring scheme for DS and disaffected students 3) Family Support Worker - engaging with parents and getting over boundaries to improve outcomes for disadvantaged and vulnerable students. ● During this year the MAT has grown from 4 to 7 schools, now with a total of 874 employees, FTE equivalent of 744, and around 8000 students in MAT. The MAT is now classified as a large employer. ● Members asked if there were any external reviews to verify improvements. CEO confirmed that an annual MAT review had taken place with the RSC and was very positive. ● Members suggested that a future agenda item could be to review and possibly increase the core services % charged. ● ML asked whether the Teaching School was a distraction from teaching activity. It is well run, has separate staffing and is not making a loss. There are national changes to Teaching School hubs and the whole model is under review. The Teaching School has developed a successful partnership with Brooke Weston and Two Mile Ash and will continue to nurture this relationship. 	
6.	AOB <ul style="list-style-type: none"> ● ML thanked the Board of Trustees for including him in the meeting which he found very informative. JRC responded that he is always welcome to attend, and we will aim for ML to attend board meetings twice a year. An invitation was also extended should ML wish to visit any local schools or LGBs at any time. 	

Meeting ended: 8:12pm

Next meetings:
TLT Board of Trustees Monday 10th February 2020
TLT Finance & Audit Committee Monday 23rd March 2020

ACTIONS from this meeting		
ACTION	BY WHOM	BY DATE
Final changes and amended figures to the Annual Accounts to be submitted by Crowe ready for sign off before the end of term.	Crowe	20/12/2019
Future Agenda Item: Trustees meet with Heads to discuss MAT 10 year horizon growth and development plans	JRC/KLF	TBC

Signed by:  Chair of Trustees

Date: 10/2/2020