



never give up.

# Trustee Meeting Minutes

**Wednesday 15<sup>th</sup> November 2017**  
**6pm-8pm**

ACE Schools Plymouth, Bretonside

## Trustees:

Dr Tim Searle	Chair
Mr Peter McDonnell	Vice Chair
Mr Alastair Wright	Vice Chair Elect
Mrs Annette Benny	Trustee
Mrs Sarah Gillett	Trustee, CEO & Head Teacher of ACE Schools Plymouth
Mrs Joan Watkins	Trustee & Chair of Governors ACE Schools Plymouth
Mrs Sue Bickle	Trustee & Chair of Governors Courtlands

## In Attendance

Jayne Gorton	
Judith Harwood	
Mr Paul Turner	Director of Finance ACE MAT
Mr Chris Humphries	Director of School Performance ACE MAT
Mr Paul Winterton	Director of School Improvement ACE MAT
Mrs Cheryl Reuben	Clerk

Signed: \_\_\_\_\_

Date: \_\_\_\_\_

## 1. Chairman's introduction

TS welcomed the Board.

The Board introduced themselves to Judith Harwood and Jayne Gorton who were attending to present to the Board.

TS requested if there were AOB? The Board advised there were none. TS advised he had 2 items.

TS advised that in a change to the original agenda, Item 8 would be moved to follow after item 4. Some of the other Items would also then be out of sequence. For the purpose of the minutes the items will be numbered as per the agenda items.

Joan Watkins was unable to attend the meeting in person, but participated by way of conference call.

## 2. Apologies.

Peter McDonnell

**Accepted**

Sue Bickle

**Accepted**

## 3. Verbal declarations of interest.

None

## 4. Approve Minutes of the Previous Meeting.

AB wished to amend the minutes to include more detail in regards of the Admissions Policy which was discussed at the last meeting. The discussion was pertaining to the Board acknowledging the importance of 'doing the right thing' in respect of the student irrespective of any other tensions. That collectively, the Board would never seek to refuse a child due to the bottom line and the emphasis of moral motivation rather than commerce. It was this deliberation which led to the amendments and decisions made regarding the Admissions Policy. TS requested AB put together some wording which she felt captured the essence of what was discussed to be included in an amended version of the minutes. The Board were happy with the content of the rest of the minutes and agreed to the addition of rhetoric around the Admissions Policy.

## 8. Presentation from Jayne Gorton (JG) & Judith Harwood (JH)

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## 6. CEO Update.

JH & JG were invited to stay for the CEO Update.

- SG received a phone call from the DFE last night. They have agreed the Trading Subsidiary for the Bournemouth provision. They have confirmed they provide a policy statement confirming this.
- SG met with Devon LA this afternoon. They are happy with the provision in Exeter which is up and running. They have requested further provisions in Honiton, Newton Abbot & Okehampton.
- The RSC have had changes in staff. They are due to meet with the Board before Christmas to discuss the growth plan.
- ACE Family is starting to receive commissions from Devon LA.

- The Health & Welfare provision is going to be reviewed as to the effectiveness. This will include a review of the S19 data. Following the review, a business case will be presented. The focus will be on providing more efficient access and quicker turnaround. This will take place in December 2017 and is likely to invoke structural changes in his department.  
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TS thanked JH & JG for attending. JH & JG left the meeting.

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## 5. Actions Arising

Action 1- TS to sign

Action 2- A list of events which Trustees could attend was circulated. **SG will provide timings for the various Christmas Fairs.**

## 7. Admission & Referral Policy

TS suggested that an index of policies was created in order to keep track of the policies across the Trust. This will include the Policy Name, MAT/School, Author, Signed by, Review Date- **CR to create.**

With regards to the Admissions & Referral policy, Wolferstans have drafted this so that the policy and the framework are aligned. If this is agreed by the Board, the Trust will begin to advertise and implement the terms. Copies of the framework will be given to the LAs, with a different framework for Plymouth LA which contains the Plymouth specific elements.

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**The Trustees voted on the 3 proposals within the Policy briefing paper. TS, AW, AB, SG & JW all accepted the proposals contained within.**

TS requested that CH kept him up to date as to how these were received.

## 9. Pay/LOTC/ Courtlands Positive Handling & Contact/Child Protection & Safeguarding Policies

CH advised that the period of consultation following the Pay Policy had now finished. Any amendments had been referred to the Chair/Vice Chair and agreed. As this was the case, the policy now need to be signed off.

**TS signed the Pay Policy and handed it to the Clerk.**

LOTC Policy, CH explained the system currently in use for agreeing LOTC. Evolve works well but with already over 23,000 logs this was not sustainable so an alternative was required which needed to be rigorous, watertight and meet need on a scalable basis. The process detailed in the policy will be trialled at ACE initially with a view to it being rolled out across the MAT if it is successful.

### Questions.

**TS:** Is there a mechanism for assessing the suitability of providers/ facilities?

**CH:** There is an Adventure License to license high risk activities. ACE MAT does not undertake activities which require a license for example, rock climbing requires an Activity License whereas indoor rock climbing does not.

**PW:** Evolve does run license check for activities.

**CH:** The Evolve system was set up for activities such as school trips and visits overseas. Whereas we are having to submit Evolve logs for low level activities and to be able to transport students in staff vehicles. The procedure outlined in the Policy will replace the low level requests. Education

Visit Assessment Logs (EVALS) will be, signed off, spot checked and training will be given by the LOTC Co-ordinator.

**AB:** Is a book system preferable to an online system?

**CH:** The concept is similar to the system for logging restraints. Which are written down and signed for. There is a need for these logs not to be able to be changed and currently there is no other online provider for this. The current volume being submitted online (Evolve) is overwhelming the system making it unworkable.

**AB:** Is this document a policy or an operational procedure?

**CH:** Both. It will act as a guide which will be used daily and EVALs will be contained within.

**AB:** When will the procedural element of the document be rolled out?

**CH:** After Christmas, Leon Brown will provide training for low level activities which will be videoed and used for future training.

**The Board accepted the LOTC Operating Procedures Policy which TS signed and handed to the Clerk.**

CH advised the Board that the Courtlands Positive Handling and Contact Policy was an example of ensuring that the policies were appropriate for each school within the Trust. For example, at ACE Schools Plymouth, all students are checked with an electronic wand for any metal objects. This would not be appropriate for Courtlands students, so it is not contained within the policy. However, the essence of the policy i.e. MAPA, recording incidents etc are aligned.

**The Board accepted the Courtlands Positive Handling and Contact Policy which TS signed and handed to the Clerk.**

The Board received a copy of the Child Protection and Safeguarding Policy which had been amended at the Board's request at the last meeting, to include the various guidance, policies and legislation on which the content of the policy was based.

**The Board confirmed they were happy with the amended version. TS signed a copy of the Child Protection & Safeguarding Policy and handed it to the Clerk.**

## 10. Update from the Director of Finance

The Board received a copy of the MAT Finance report. The Board were informed that they would now receive MAT reports in the manner as ACE Schools Plymouth & Courtland's. TS enquired as to whether the £500k funds on the balance sheet be adopted by the Trust at MAT level. PT explained that these funds already belonged to the MAT. That they consist of the surplus from the transfer from PCC and added to by the Courtland's transfer. They will be topped up by trading activity. The Board discussed the viability of investing these funds however it surmised that the return on short term investments were negligible and not worthwhile.

**The Board adopted all 3 of the financial reports.**

PT advised the Board that the re-forecasted figures for Courtland's were looking better. PT suggested to the Board that when considering the forecast they need to take in to account the impact of GDPR (changes to Data Protection rules which come in May 2018. There has been one meeting to date with the MAT Executives and SLT from both Courtland's and ACE. It is likely that an external consultant is likely to be required which will be both an unbudgeted and substantial expense. AB advised she had some literature from a recent training course which encompassed the keys point of the new legislation which she would pass on.

## 11. ACE MAT Property Lease

SG explained to the Board that there is a need for commercial office space to allow the commercial team to grow, for roles within the MAT to grow and spaces for students to learn on site. The premises being considered is Radiant House, Derrys Cross. Currently the biggest obstacle is parking. This could be overcome with either an offer to provide staff based there with a seasonal parking ticket or park & ride scheme. The site will allow for young people to be taught and accommodate growth of the MAT for 5-10 years. The move would be planned for around Easter however, a commercial decision would be required before then to allow for the move to be planned out. SG suggested that the Remuneration Committee visit the site and feedback to the Board so a decision can be made. Discussions ensued over the risk in applying for change of use and whether ACE would be held to a commitment if this was not granted. It was confirmed that the Landlord was aware that obtaining the change of use would be a condition of the offer.

**The Board agreed for the Remuneration Committee to meet at the premises so as they can make an informed judgement and feedback to the Board.**

## **12. Review of Governance Structure**

PW asked the Board if they wished to establish a Finance and Audit Committee, advising if they did they would need to adopt the terms of reference. AB reminded the Board that it would not be appropriate as noted in the draft terms of reference for the CEO to sit on the Board, although they could attend meetings. The role of the Finance and Audit Committee is to provide scrutiny of the executive Board. It was agreed that the term of reference would be amended to reflect this and would be presented at the next meeting. Subject to the advised terms of reference being accepted, the Finance & Audit Committee would need to be functioning by January 2018.

**The Board voted on whether they wished to establish a Finance & Audit Committee. TS, AW, AB, JW & SG all voted in favour.**

The Board agreed to adopt the terms of reference subject to the aforementioned changes.

It was agreed that the Finance and Audit Committee would consist of AW, AB & PM. Mat Executives could be present at the meetings to provide updates and data. However they would not form part of the Board and would not carry a vote. This extended to the CEO.

The Remuneration Committee would continue to consist TS, PM & AW.

**The Board accepted the revised versions of the scheme of delegation which encompassed the roles of the Finance and Audit Committee and the Remuneration Committee**

**The Board accepted the revised work plan which encompassed the sub-committee functions. This would continue to provide the foundations of the agenda. PT did point out that some of the items were fixed to specific dates.**

The Board were provided with a revised meeting agenda consisting of 6 Finance and Audit Committee Meetings and 6 Full Trustee Board meetings in a year. The Finance & Audit Committee will meet 2 weeks prior to the full Board Meeting except when the budget is due and this will take place 1 week before.

**The Board agreed the new dates. Clerk to circulate.**

Further work on the LGB and appointing Directors of the Trading Subsidiaries will take place when required. The Trading Subsidiary Directors will be a mixture of existing Trustee Members and new appointments. **AB will circulate information on learning from governance of Trading Subsidiaries.**

### 13. Courtland's PTFA Proposal

At the last meeting it was discussed and agreed that all of the Courtland's accounts would be centralised which would take place from March 2018. Rhoda Mayatt set up a parent's group meeting at Courtland's. One of the parents wrote a letter to the Board requesting consent to set up a formal PTA. An alternative would be to continue with the current format but under a formal process and funds are requested.

The Board discussed the requirement to balance what the parent desired over what would not only be desirable to the MAT but would also be scalable as the MAT grew. The Board were encouraged by the support and positivity of parents wanting to be involved with eth Beaufort Care project and ACE Schools Plymouth as well as Courtlands. They were cognisant of not wanting to alienate parents who were enthusiastic about supporting the Trust.

The Board decided that it was important to recognise what the parents wanted to achieve but be mindful of the best vehicle of delivery and whether it is scalable. The Board agreed to the principle of improving communication with the parents and developing a relationship of trust to achieve the desired outcomes.

*(Items should be generally lodged with the clerk at least 48 hours before the meeting).*

### 14. A.O.B.

Courtland's asked if they be actively recruiting new members at this time considering the Governance Review. The advice given to both LGBs was that unless a new member was required to comply with Governance requirements, they should not actively seek new members at this time.

The Board discussed the lady potentially interested in joining ACE Schools Plymouth LGB. As she was known to TS, he advised that he would speak with her if required to explain the Governance Review and if she still wished to attend and contribute to the LGB meetings she could although she would be a non-vote carrying member.

JW advised that she would now need to end her participation by phone and left the meeting.

TS advised that he would draft a letter to all members of staff in the MAT, on behalf of the Trustees acknowledging the successes over the last year and thanking them for their contributions.

SG circulated a copy of the final questions from the DFE with regards to the Bournemouth provision for the policy statement.

### ACTIONS ARISING

**ACTION 1:** SG will provide timings for the various Christmas Fairs.

**ACTION 2:** CR to create a Policy Index

**ACTION 3:** Remuneration Committee to visit Derrys Cross and feedback to the Board (TS/PM/AW)

**ACTION 4:** The terms of reference to be amended and circulated (PW)

ACTION 5: CR to circulate the revised meeting dates for Trustee/ Finance & Audit Committee

ACTION 6: AB will circulate information on learning from governance of Trading Subsidiaries

## Pending Items:

Item	Date Added (meeting date)	Review Date
Terms of Office – length of service		
Policy review		
Trustees meeting dates		
Trustee Work plan		

## Dates of Future Meetings:

Wednesday 13 <sup>th</sup> December 2017	18.00-20.00 (AGM)
Wednesday 17 <sup>th</sup> January 2018	8.00-20.00
Wednesday 21 <sup>st</sup> February 2018	18.00-20.00
Wednesday 21 <sup>st</sup> March 2018	18.00-20.00
Wednesday 25 <sup>th</sup> April 2018	18.00-20.00
Wednesday 23 <sup>rd</sup> May 2018	18.00-20.00
Wednesday 20 <sup>th</sup> June 2018	18.00-20.00
Wednesday 18 <sup>th</sup> July 2018	18.00-20.00

## Board of Trustees:

Dr Tim Searle	<a href="mailto:tim.searle@acemat.uk">tim.searle@acemat.uk</a>	Chair
Mr Peter McDonnell	<a href="mailto:peter.mcdonnell@acemat.uk">peter.mcdonnell@acemat.uk</a>	Vice Chair
Mr Alastair Wright	<a href="mailto:alastair.wright@acemat.uk">alastair.wright@acemat.uk</a>	Vice Chair Elect
Mrs Annette Benny	<a href="mailto:annette.benny@acemat.uk">annette.benny@acemat.uk</a>	Trustee
Mrs Joan Watkins	<a href="mailto:joan.watkins@acemat.uk">joan.watkins@acemat.uk</a>	Trustee & Chair of ACE Schools Plymouth LGB
Mrs Sue Bickle	<a href="mailto:sue.bickle@acemat.uk">sue.bickle@acemat.uk</a>	Trustee & Chair of Courtlands LGB
Sarah Gillett	<a href="mailto:sarah.gillett@aceschools.net">sarah.gillett@aceschools.net</a>	CEO of ACE Schools Trust