

**WANDLE LEARNING TRUST**

**Trustee Meeting**

**6.00pm, Monday 5<sup>th</sup> March 2018**

**PRESENT:** Sian Mathias (SM), Jill Newey (JN), Christian Kingsley (CK), Mark Siswick (MS), Sarah Marshall (SaM), Karen Best (KB) – by phone; Sue Pidgeon (SP), Judi Dumont-Barter (JD-M)

**APOLOGIES:** None

**CHAIR:** Sian Mathias

**IN ATTENDANCE:** Richard Gorringe (RG), Ron Elam (RE): for items 5 & 7.

**CLERK:** Philip Moss

*Meeting commenced at 6.00pm*

**1. APPOINTMENT OF CLERK**

PM was appointed as clerk to the Board of Trustees.

**2. INTRODUCTIONS, APOLOGIES & DECLARATIONS OF INTEREST**

SM welcomed all attendees, in particular RG and RE who were here for items 5 and 7.

No apologies were received.

**3. DECLATIONS OF INTEREST**

SP declared she was governor at Ravenstone Primary School, Wandsworth.

SM reminded all Trustees to complete a declaration of business interests form if they had not already done so.

**ACTION 1:** SW to request declaration of interest forms from Trustees who had not completed one.

**4. MINUTES OF PREVIOUS MEETING**

Action 1: SW has a draft policy for educational visits in preparation – there will be no major change in process and JN and JD-M will continue to authorise visits at academy level.

Action 2: Terms of Reference for Finance and Resources Committees are now complete and agreed.

Action 3: Governance of Teaching School review – outstanding

Action 4: All Trustees and Members now have access to Fronter.

Action 5: Engaging with new schools – to be discussed at agenda item 9.

Action 6: Code of Conduct is included in Governance Handbook. Trustees and LAC members will sign Code once Handbook is finalised.

Action 7: Logo and Branding – to be discussed at agenda item 9.

Action 8: Governance Development Session to take place on May 2<sup>nd</sup>.

Action 9: NGA subscription – to be discussed under AOB.

Action 10: *The Key* subscription – to be discussed under AOB.

Action 11: Chairs of Academy Standards Committees invited for items 5 and 7.

Action 12: KB reviewing CGA Risk Register in preparation for a discussion with CPS LAC.

Action 13: Draft of CPS budget has been prepared and submitted to ESFA.

Action 14: JDs for joint Executive Heads to be discussed at agenda item 6. Pay Committee set up for 13<sup>th</sup> March, 2.30pm.

Action 15: Schedule of Trustee Meetings to be discussed at agenda item 15.

## **5. GOVERNANCE HANDBOOK**

Trustees noted the draft Governance Handbook. PM explained that the Handbook has been cross-referenced with the Handbooks of two other established MATs to ensure it covers all key areas.

Trustee comments:

- Consistency needed in terminology used (e.g. governors, LAC members etc)

- Important to ensure there is a clear relationship between the terms of reference of the Trust's Standards Committee and the responsibilities LACs have for standards in individual academies.
- Use of phrase "develop understanding of" (page 25)" was queried – would "scrutinise" be more appropriate?
- Remove reference to the Trust's preferred LAC sub committee structure (page 27).
- Clarify drafting in relation to agenda and papers (page 17).

**ACTION 2:** Trustees were asked to feedback any further comments to PM to enable handbook to be finalised.

## 6. TRUST EXECUTIVE STRUCTURES

Trustees noted the Job Descriptions of the joint Executive Headteachers. CK and MS explained that, as they stand, they reflect the current distribution of duties and shared responsibilities. The JDs will be kept under review as the Trust grows to ensure an appropriate distribution of accountabilities and duties.

The Chair noted that that the job descriptions and performance management arrangements should demonstrate the benefits of the joint Executive structures.

**ACTION 3:** PM to move the statement in the introduction relating to collaboration into the "Main Purpose" of the role.

Subject to the change above, Trustees approved the JDs for the joint Executive Heads

## 7. COMMUNICATION AND REPORTING

Paper 7a showed two examples of "dashboards" setting out the way in which academy performance could be presented on a single page.

Trustees agreed consistency in reporting would be vital to enable them to sustain effective oversight of the performance of each academy in the Trust. They also agreed a single page overview would be helpful.

**ACTION 4:** CK and MS to develop WLT dashboard that is able to provide trend data and reflect performance at key points throughout the year as well summative data at year-end.

## 8. FINANCE UPDATE

SW provided Trustees with a verbal finance update.

- PS Financials (the Trust's new financial system) is in place and while there are some teething problems, it will improve financial processes and management;
- Cashflow is being monitored carefully. The Trust has received an allocation of CPS's carry forward from Wandsworth but the final allocation will be determined by the Council by 1<sup>st</sup> May and received by the Trust by 1<sup>st</sup> June.
- CPS Budget submission has been made.
- LACs and Trust Board will receive draft budgets for CGA and CPS around April/May. They will finalise budgets by June.

**ACTION 5:** PM and SW to ensure there is consistency between financial Scheme of Delegation and that in the Governors Handbook

## 9. TRUST GROWTH AND MARKETING UPDATE

Trustees noted and agreed the draft logo and branding.

**ACTION 6:** All Trust documentation to use agreed logo and branding.

Trustees agreed that the Heads of Terms document (paper 9a) would prove helpful in supporting discussions with prospective schools. It was noted that the "top-slice" was set at 2.7%, however, it was explained this was simply an example. Top-slice arrangements are still to be finalised

**ACTION 7:** Finalise Heads of Terms document.

## 10. TRUST STRATEGIC PLAN

A draft of the Trust's Three-year Strategic Plan was presented. Trustees noted this was work in progress but commented that it would be important for the plan to reflect the added value and efficiencies arising as a result of creating the MAT.

**ACTION 8:** Present a finalised version to a future Board meeting.

## 11. POLICIES

Trustees noted the work undertaken on finance and business policies.

**ACTION 9:** Finance and Resources Committee to undertake detailed scrutiny of policies and report back to the next Trust Board.

In the meantime, Trustees agreed to adopt the policies as they stood to ensure the Trust had a comprehensive set of financial and business policies.

It was pointed out that the policies being developed are based on policies already in place in both academies. The new WLT policies are, therefore, unlikely to diverge very much from those currently in place.

**ACTION 10:** Once a Trust-wide policy has been agreed, SLTs of each academy to explain to LACs any changes from existing policies.

A list of Trust-determined policies was noted.

**ACTION 11:** Schedule of when each policy would be reviewed and presented to the Trust Board to be developed and presented to next meeting.

## **12. TRUSTEE RECRUITMENT AND SUPPORT**

The Chair outlined the actions taken since last meeting to identify additional Trustees. Three potential Trustees had been seen and there was a further four to see. At this point, one of the three already seen is very promising.

**ACTION 12:** SM to shortlist prospective trustees. A panel of Trustees to meet shortlisted candidates for a further discussion/selection.

If any of the shortlist were considered suitable to join the Board the Chair suggested that they should be appointed as “associate members” of the Board for a period of 12 months in the first instance to ensure a good fit. Trustees agreed this would be a sensible approach.

## **13. MEETING CYCLE FOR ACADEMY YEAR 18-19**

Trustees noted proposed dates (paper 13a) for academic year 2018-19.

**ACTION 13:** Chairs of LACs to schedule LAC meetings in relation to the proposed Trust Board and Trust committee dates.

## **14. AOB**

JN has identified that Companies House information was not up to date. She also asked if the Trust’s obligations in relation to the *Person of Significant Control* (PSC) requirements had been met.

**ACTION 14:** SW to ensure Companies House records are up to date.

**ACTION 15:** PM to ensure Companies House entry meets the Trust's obligations in relation to PSC requirements.

The Chair proposed that membership of the NGA and *The Key* is taken out for all Trustees and LAC members. This was agreed.

**ACTION 16:** SW to arrange subscription to NGA and *The Key* and circulate details.

The Chair suggested she approach Dominic Herrington (Regional Schools Commissioner) about setting up a MAT Chairs Forum across the region. Trustees agreed this was a sensible proposal.

#### **15. FORTHCOMING DATES FOR 2017-18**

Trustees noted dates for the remainder of the academic year.

**Signature** \_\_\_\_\_  
**Sian Mathias, Chair WLT**

**Date** \_\_\_\_\_

**ACTIONS – WLT TRUST BOARD MEETING – 05.03.18**

<b>AGENDA ITEM</b>	<b>ACTION No.</b>	<b>ACTION</b>
3. Declarations of Interest	1.	SW to request Declaration of Interest forms from Trustees who had not completed one.
5. Governance Handbook	2.	Trustees to feedback any further comments to PM to enable handbook to be finalised.
6. Trust Executive Structures	3.	PM to move the statement in the introduction relating to collaboration into the “Main Purpose” of the role.
7. Communication and Training	4.	CK and MS to develop WLT dashboard that is able to provide trend data and reflect performance at key points throughout the year as well summative data at year-end.
8. Finance Update	5.	PM and SW to ensure there is consistency between financial Scheme of Delegation and that in the Governors Handbook.
9. Trust Growth and Marketing Update	6.	All Trust documentation to use agreed logo and branding.
	7.	Finalise Heads of Terms document.
10. Trust Strategic Plan	8.	Exec team to present a finalised version to a future Board meeting.
11. Policies	9.	Finance and Resources Committee to undertake detailed scrutiny of polices and report back to the Trust Board on 12 May.
	10.	Once a Trust-wide policy has been agreed, SLTs of each academy to explain to LACs any changes from existing policies.
	11.	Schedule of when each policy would be reviewed and presented to the Trust Board to be developed and presented to next meeting.

12. Trustee Recruitment and Selection.	12.	SM to shortlist prospective trustees. A panel of Trustees to meet shortlisted candidates for a further discussion/selection.
13. Meeting Cycle for Academic Year 2018-19	13.	Chairs of LACs to schedule LAC meetings in relation to the proposed Trust Board and Trust committee dates.
14. AOB	14.	SW to ensure Companies House records are up to date.
	15.	PM to ensure Companies House entry meets the Trust's obligations in relation to PSC requirements.
	16.	SW to arrange subscription to NGA and <i>The Key</i> and circulate details.