Board of Trustees

Wednesday 11 December 2024, 4.30pm
Great Moor House, Exeter

Attended:

Andy Mulcock (AM) - Chair	**Philip Bostock (PB) – Vice Chair**
James Frampton (JF)	**Teresa Gardner (TG)**
Richard Jacobs (RJ)	**Moira Marder (MM) – CEO**
Jade Otty (JO)	**Crispin Taylor (CT)**
Alex Walmsley (AW)	**Ben Manning (BM)**
Sarah O'Meara (SOM)	
In Attendance	
Melody Floyde (MF) – Trust Governance Coordinator	
Tamsin Frances (TF) – Executive Director Item 8 Only	

Apologies:

Lee Elliot-Major (LEM)
Tim Rutherford (TR) – Deputy Chief Executive

Meeting Minutes

Item No.	Business	Action
1.	**Welcome, Apologies and Declarations of Interest** AM welcomed everyone to the meeting. Apologies were received from LEM and TR. It was noted that it was CT's last meeting, thanks were extended for CT's support and contribution as a Trustee over many years. Trustees recognised that Saxon Spence had very sadly passed away recently. Condolences had been sent to the family on behalf of the Trust. Thanks were extended to the Trust Board for their positive work during the year. Declarations of interest were noted, as follows: AW: Director, First Federation Trust & Member of Diocesan Education Group AW, RJ, AM: Directors, Fusion School Services Ltd JO: Vice Principal, Exeter College	
2.	**Minutes of Previous Meeting, Update on Actions and Matters Arising** The minutes of the meeting held on 16.10.24 were approved as a full and accurate record.	

	All actions were recorded as complete. MF advised that final checks for some newly appointed governors were still outstanding and were being actively followed up.	
3.	**LGB & Trust Board Update** <u>LGB Appointments & Resignations</u> Trustees reviewed and approved the proposed Governor appointments. Fiona Algar – Co-opted, Exwick Heights (subject to SCR Checks) Yasmine Al-Saket – Co-opted, Exwick Heights Sam Sanders – Co-opted, Exwick Heights It was noted that Richard Stevens would be re-appointed for a new term as Chair at All Saints. David Watson, Vice Chair's term was also ending. The parent governor election at Sidmouth College and the change of role of Chloe Fox at West Exe School were also noted. Trustees noted the recent governor resignations. **Action: Formally confirm all Governor Appointments subject to completion of all checks.** MF advised that the Governance Team were continuing to speak to potential new governors to fill vacancies. <u>Trust Board</u> AM and MM had had a very positive meeting with Shades Chaudhary from the University who had applied to become a Trustee. **Action: MF to circulate Shade's application to Trustees for consideration and would then pass recommendation on to Trust Members for approval.** Other potential Trustees were also being sought to strengthen the Board in key areas.	**MF** **MF**
4.	**Policies for Approval** Trustees reviewed and approved the following policy: • Trust Equalities Policy **Action: Trust Equalities Policy to be published** It was noted for the minutes that the Trust Safeguarding Statement had been updated to include details of the new Safeguarding Link Trustee following CT's departure.	**MF/AMo**
5.	**Approval of Trust Annual Accounts 2023-24** AW gave an overview of the Trust Annual Accounts and recent audit process. This had been very positive. There had been no adjustments. There had been some	

	management points, it was noted that some of these related to the transfer of Tor Bridge into the Trust and had now been resolved. There was one amber point relating to a credit card transaction, this was a minor point and was not a cause for concern. The outstanding minor procedural points would be followed up. It was common for there to be points arising from new schools joining Trusts due to staff learning new processes. *Trustees noted the common problems around raising requisitions prior to invoices, and charge card issues. These appeared to be perennial points that were raised in the audit annually. The Audit & Risk committee were mindful of this.* TWT reserves had been higher than other Trusts in the sector. Fusion – continued to grow, there had been a turnover of £3.5m. Fusion had also had a positive audit with no management points or adjustments. It was noted that the Fusion balance was nil as it was a not-for-profit subsidiary. It had been a very successful year with £280k surplus paid back to schools, including St Peters. *Do the profits for schools go back into the food and nutrition for the schools?* The money goes back into schools as general payments currently. There is a strong skillset within Trust schools and there could be potential to link with South-West Opportunities Fund (SWOF) to pay profits into this. This would be a positive way to support disadvantaged students. It was also noted that the Trust had a food strategy group that met regularly. This was a key focus for the Trust. **Trustees Approved the Annual Accounts. These would be signed by MM and AM following the required process.** **Action: Facilitate signing of Annual Accounts and submit to Auditors.** <u>Internal Audit</u> Although the internal audit report was received at short notice for this meeting it was noted that it had been very positive audit. Trustees noted the smoothness of the audit process, this had been managed exceptionally well by Liam Dingle. Thanks were recorded to Liam and the Finance team for this.	**MF**

6.	**Financial Update** AW gave an update on the Finance & Resources Committee meeting held on 20.11.24 The management accounts for October had been shared. The accounts were currently behind budget, it was expected to be back to the budgeted position by month 3. Trustees noted the expected budgeted deficit for the year. They were confident that the Trust's management accounts were strong. The difficulties were sector wide. The recent teacher pay announcement of 2.8% was a potential concern as it was currently unclear if this would be funded. QE remained a large risk for the Capital Programme. *Trustees noted the desire not to have any in-year reserves and questioned if it might be sensible to have some money put aside.* There are still some contingency funds available. The largest issue in terms of financial management is to reach a break-even position. The budget will be refined throughout the year. Small variations can make big differences. Trustees noted the importance of there being optimism in the budget. Trustees noted appreciation of the work of the Finance & Resources Committee throughout the year.	
7.	**Chief Executive Officer's Report** MM gave an overview of key priorities and areas of development. A presentation on the outcomes was given, this would be shared with Trustees. **Action: Share outcomes presentation with Trustees.** Primary school performance had been strong and was above national average at 73% compared to 61%. All schools had performed above average. Secondary – most schools in Devon were now in Trusts. The outcomes were pleasing although some challenges remained in schools. The Progress 8 score for the Trust as a whole, was above the national average. TWT was the highest performing Trust in the area. Plymouth remained a challenge with KS4 results being below average. Disadvantaged students were coming in below average. It was noted that St Luke's and Lipson had done very well in terms of disadvantaged outcomes. It would be a key focus for the Trust to improve these scores through curriculum reform. It was noted that Progress 8 would not be published for the next two years so the focus would be on attainment. *Trustees queried when the 2024 national average for KS4 would be published?* This was available but had not been confirmed, the data would be updated and circulated. *Trustees noted that it would be positive to track Trust primary school children into Year 7 to see if the impact of the positive results and teaching were being carried*	**MF**

through. Whipton students at MBA have settled in very well compared to children from other schools. It was also noted that tracking of students had been undertaken in the past.

Trustees agreed that it had been a very positive year for TWT.

Action: Share Data Dashboard to Governor Hub for Trustees to review.

MF/JL

Trustees noted that poor KS2 results would move into some TWT secondaries, and some children would need interventions in key subjects in Year 7. They queried if Headteachers knew which primary schools were lower performing for children who were joining their schools. It has been observed that children from some primary schools are struggling in secondary schools. The importance of building relationships in a positive and constructive way will be key for moving forwards. Working with other Trusts as collaborative partners to build a strong transition process will be a key priority.

Trustees requested a summary of how the Local Authority (DCC) fitted within the Education Structure, and what powers and responsibility they held. This would support Trustees' understanding.

Action: A brief summary on the role of DCC in education to be circulated to Trustees. – AW to draft and send to MM.

AW

Suspensions - There had been a 40% reduction in the number of suspensions within the Trust since September, this was due to work being undertaken to improve internal provision. Adaptive teaching was another focus for schools and teachers were being trained in this. Multi-faceted work was being undertaken to make positive in-roads.

MM's significant ongoing work in the wider sector was also noted and welcomed.

Senior Executive Structure

A paper had been circulated ahead of the meeting for review.

The context of the proposed Senior Executive restructure was outlined following initial discussion at the Chairs Governance Committee. The structure would add capacity, create further opportunity and distribute some roles.

Trustees asked what additional support would be in place behind the new role. A further communications manager appointment has been made.

Trustees asked if it was necessary to internally advertise the new role? HR have advised that this is not necessary.

Trustees requested that the structure diagram was amended to clearly show the independence of the new Head of Governance from the Executive. This was agreed.
Action: Executive Structure Chart to be updated and recirculated. **MM**

The proposed changes to the Senior Executive Structure were reviewed and approved, subject to the structure chart being updated.

	A full record of the discussion is in Part B of the minutes. <u>Growth Update</u> PB gave an update on the recent committee meeting which had been largely focused on consolidating understanding of current growth projects. The Exmouth Community College Due Diligence had been satisfactory. The aim was for a 01.02.2025 joining date. The newly commissioned report on QE was due in January 2025. Matford Brook had moved into the Novel building. An update was expected in the new year on the main school build. Cranbrook special school and other free school applications were on hold whilst the way forward was being considered by the new government. Trustees noted that, whilst the first 10 years of the Trust had been focussed on taking on individual schools, the sector was now moving towards potential Trust mergers. This would be a different kind of growth and it would be important to confirm the Trust's growth principles. It was further noted that the direction of travel for DfE was likely to be early years funding led, this would likely flow into primary schools. Trustees agreed that reviewing growth in terms of primary schools would be positive for TWT. Feeder schools for Trust secondary schools would be the natural focus for any primary school growth.	
8.	**Trust Charter Update** Tamsin Frances attended virtually for this item. TF updated on Key Strands of the work and the Trust leads for these. A copy of the presentation on the Trust Charter would be shared after the meeting. A "climate setting" session had been held for leadership to ensure that there was confidence ahead of seeking stakeholder feedback in the spring. The Trust's Climate Action plan was due in 2025. Julia Prince would be leading on this. It was noted that Exeter Diocese had some climate action plan templates that could be used as a resource to support with the development of the Trust's plan. Trustees noted reassurance from the work being undertaken to date. *Trustees noted that some leaders had been unsure on the EDI data that was available to them. This made it difficult for Trustees to decide what to measure and question. They queried how well-developed the ideas were now.* This action has been taken forward. The data is available from surveys and Bromcom, however we are not confident on validity at this point. There is a project running in parallel to ensure that there is confidence in the data. Declaring EDI data is optional for staff.	

	Is this the same for students, Trustees do not receive data on ethnicity? This data is collected on admissions. Work will be undertaken on ensuring the consistency of EDI data being recorded across all schools. Another emerging theme is around transition which will become a key priority. The charter update for the next Trust Board meeting would focus on student work on emotional literacy and wellbeing.	
9.	**External Review of Governance 2024-25** JF gave an overview of the process to date. ImpactEd had been commissioned to undertake the review, following a tender process. Three potential providers had presented to Trustees. ImpactEd had circulated a revised proposal outlining the approach to be taken. The focus of the review would be on preparing for future growth and development, whilst ensuring that the current arrangements worked **Action: MF to circulate updated ERG proposal to Trustees** A strategic facilitated workshop with Trustees would be arranged with ImpactEd. The Trustee Away Day and Board Meeting on 12.02.25 would also still go ahead as planned. **Action: confirm date for a strategic workshop.**	**MF** **MF**
10.	**Update from LGB Chairs Group** The meeting had been positive. Chairs had noted the good levels of support and the improvement in communication between the Trust Board and LGBs. However, some Chairs still felt disconnected from the Trust Board and Executive. There had been a drop-in session for Chairs with the Executive ahead of the main group meeting. This had allowed Chairs to raise questions on key topics. It was agreed that it ws important to ensure the inclusion of LGB Chairs in Trust-wide events i.e. the Trust Awards Ceremony. The importance of Trustees visiting Trust Schools was noted, this could be via attending special events and open mornings. In addition, all Trustees were welcome to attend the LGB Chairs Group. It was important to build relationships between the governance levels. JF left the meeting at 18:20	
11.	**Update from Members Meeting** The Members meeting had been very positive. A summary of key data had been shared along with concerns. Members were keen to understand the educational terrain in the local area. A summary would be provided for the next meeting.	

Items for Information		
INFO	**Audit & Risk Committee Minutes** These would be uploaded to Governor Hub.	
INFO	**Strategic Risk Register** This was shared for information.	
Any Other Business		
	Open Mornings Trustees noted that some school open mornings had been poorly attended, and that it may be more beneficial for schools to cancel and reschedule if there were low bookings. This would help to improve the mornings in a positive way. Fusion Strategy Day – a positive strategy day was held. Trustees noted that Fusion was very positive. Thanks were extended to AW for chairing the board and to RJ for his expertise. **A full record of the discussion is in Part B of the minutes.** The meeting closed at 18:45 **Date of Next Meeting:** Wednesday 12 February 2025 – AWAY DAY	

Signed by the Chair of the Board:

Date: