

Directors	
Tony Callcut	Iain Grafton
Isabel Cherrett	Charlotte Power
Nicola Dunford	Fiona Walters
Roy Gillard	
In Attendance:	
Clerk – Sue Howard	
Matt Matthew - item D52.16 6.00pm – 7.30pm	

Agenda

D46.16	CEO
D47.16	Executive Principal
D48.16	Approval of Minutes from previous meeting
D49.16	Matters arising
D50.16	CEO/Executive Principal .1 Update on local, regional and national issues .2 Business Plan update from CEO .3 Update from Executive Principal on Improvement Plan 16-17
D51.16	Audit Committee .1 EFA Visit summary .2 Internal Audit .3 External Audit
D52.16	Finance & General Purposes Committee .1 Financial Statements for period ending 31 August 2016 .2 Financial Year 16-17, report from Business Manager
D53.16	Safeguarding
D54.16	Health & Safety, Risk Management and Risk Register .1 H&S across the Trust .2 Risk Register for review
D55.16	Staffing
D56.16	Business Planning
D57.16	Governance
D58.16	Policies
D59.16	Committee Membership
D60.16	Dates of Future meetings

Minutes

Welcome: Chair IJC welcomed everyone to the meeting
Apologies: Apologies were accepted from Simon Niles.
Declaration of Business Interests: There were no interests declared at this point

D46.16 D47.16	<p>The Board of Directors met without officers present.</p> <p>The Chair had circulated to the non-Executive Directors the Remuneration Committee's paper prepared by her and the Finance Director regarding the annual appraisals and updated roles of the two senior leadership roles.</p> <ol style="list-style-type: none"> 1. The Chair and Finance Director had met with Ms Dunford and Mr Callcut on 29 November 2016 to discuss Appendix B of the report which set out the overall concept of the leadership roles of the Link Academy Trust. This was followed by a meeting with each officer to discuss the previous year's Objectives, a new Job Profile and proposed Objectives for 2016-17. 2. As the focus of the meetings was to clarify the roles of Chief Executive Officer and Executive Principal now that the Multi-Academy Trust (MAT) was established, an independent verifier had not been invited to attend. However, the views of the respective Local Governing Boards had been invited on the achievement of the 2015-16 Objectives. If the Board approved the new job profiles and objectives, independents with expertise in the roles of CEOs and of Academy educational leadership would be sought for the 2016-17 reviews. 3. Chief Executive / Accounting Officer The Board of Directors: <ul style="list-style-type: none"> • noted that Ms Dunford had achieved the Objectives set by the Newton & Teign local governing board for 2015-16 • Confirmed Ms Nicola Dunford in the role of Accounting Officer, responsible to the Education Funding Agency as set out in the Academies' Financial Handbook. • Approved the Job Profile for the post of CEO/AO to provide the strategic vision and leadership of the Trust in conjunction with the Executive Principal, taking overall executive management responsibility for the effective governance of the Trust and schools within the Trust. The CEO will line manage the Business Manager, the Clerk, administrative, caretaking and services staff. • Approved the three Objectives for 2016-17 which focussed on the development of the Trust's Vision and Business plan, financial sustainability and attendance on an appropriate programme for new CEOs • Approved the Committee's recommendation to transfer Ms Dunford to School Group 4, backdated to 1 September 2016. 4. Executive Principal The Board of Directors: <ul style="list-style-type: none"> • Noted the achievement of Objectives set by the Totnes Local Governing Board for 2015-16 • Confirmed Mr Callcut in the role of Executive Principal, working in conjunction with the CEO, being accountable for ensuring the educational success of the academies within the overall framework of the Trust's strategic plan. The EP would be the named Officer accountable to Ofsted and other relevant agencies and would line manage the Heads of School. • Approved the three Objectives for 2016-17 which related to improved attendance and the quality of teaching, pupil progress and attendance on a national programme for Executive Principals. • Approved the transfer of Mr Callcut's salary to School Group 4, backdated to 1 September 2016. 5. In approving the new job profiles, the Board agreed to suspend the title of 'Executive Headteacher' in order to provide clarity for staff, pupils and parents on the separation but
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	<p>complementarity of the two roles. The Board further agreed that the title of CEO and/or EP should replace, where appropriate, the title of Executive headteacher in the Trust's policies, recently approved.</p> <p>The Chair and Finance Director would meet with the CEO and EP on a termly basis to review Progress. The Board confirmed that both Ms Dunford and Mr Callcut be granted a period of paid leave in recognition of the additional work entailed in setting up the Trust and after conversion.</p>
D48.16	<p>The Minutes of the fourth meeting, Part I and II held on 10 October 16, were approved and signed by the Chair, Isabel Cherrett, with one small amendment on each noted. Part I had been made available on the Link website secure page, for the Board to view prior to the meeting. Part II was distributed by the Clerk for the Board to read at the meeting and then returned to be destroyed. One copy will be filed by the Clerk.</p>
D49.16	<p>D26.16 - The Clerk reported that there are no outstanding profiles for Directors</p> <p>D49.16.2</p> <p>The Clerk reported that all paperwork with Companies House regarding the appointment of RG and resignation of DH is complete.</p> <p>Recommendations for salary increments following staff appraisals had been forwarded to the Remuneration Committee and actioned.</p> <p>CP has been booked onto Safeguarding training for 1 March 2017.</p> <p>It was noted that the following policies, Data Protection, Freedom of Information, Whistleblowing and Governor & Director Allowances were approved by the Board via email correspondence following the fourth meeting on 10 October 2016.</p> <p>D49.16.3 - The Board noted that the Chair of the Totnes Hub has resigned, a replacement is being sought. Two new Parent Governors had been appointed.</p>
D50.16	<p>.1 The Academies Summit in Bristol was recently attended by ND, TC, RG and MM. The presentation given by Rebecca Clark, Regional Schools Commissioner for the South West, was clear, straightforward, with some very hard hitting messages. Teaching Schools and learning Academies seem to be the way forward. They each attended various workshops throughout the day.</p> <p>.2 ND tabled a document detailing the Trust's Business Plan and the priorities for the current year along with the 5 year growth plan. RG explained to the Board the importance of understanding the staffing structures across the Academies and expenditure associated with this. He gave thanks to MM and ND for the organisational chart they had produced for this.</p> <p>.3 TC tabled a document at the meeting updating the Link Improvement Plan.</p>
D51.16	<p>CP informed the Board that the first meeting of the Audit Committee had been held on 30 November 2016 and reported on agenda items which included:</p> <p>.1 Results, comments and recommendations following the visit from the Educational Funding Agency.</p> <p>.2 St.Kew Accountancy had been appointed as Internal Auditor for the financial year 2016-17 following approval via email correspondence on 20 October 2016. The Board noted the schedule of four visits at a fee of £1300. Each visit would result in a report and MM would update the Audit Committee on the completion of agreed recommendations.</p> <p>.3 Pam Tuckett, Partner, Bishop Fleming had met with the CEO and Finance Director on 25 November and had attended the Audit Committee's meeting. A copy of the Bishop Fleming's Management Letter was tabled for the Board. This was a 'clean' report and included two recommendations which were already being addressed.</p>
D52.16	<p>RG informed the Board that the F&GP Committee had met for the first time on 1 December 2016 and reported on agenda items which included:</p> <p>.1 The initial draft Financial Statements and Accounts for the five month period 1 April to 31</p>

	<p>August 2016 had been tabled at the Audit Committee and updated for the F&GP meeting. Amendments proposed by both Committees had been incorporated into the final draft presented to the Board. The Chair regretted that the timetable had not allowed time to circulate the accounts to the Trustees prior to the meeting. The two Committees would meet earlier in November 2017 to enable them to distributed in good time.</p> <p>The Board formally noted the Trustees' Report, the Governance Statement, the CEO's Statement on Regularity, Propriety and Compliance, the Statement of Trustees' Responsibilities and the Independent Auditor's Report which confirmed all information provided was consistent with the financial statements. Noting the Trust had made a surplus of £183,064 in the five month period, RG recommended to the Board that these accounts be approved, based on this document, pending proof reading by RG and IC. The Board agreed and authorised the Chair and the CEO to sign the accounts on the Board's behalf prior to submission to the EFA, Companies House and the Charity Commission.</p> <p>.2 MM reported that he has now received the confirmed carry forward figures from Bishop Fleming and has incorporated these into the current budget. A new role from existing administrative staff was being established to provide a central finance system, with one person responsible for invoice and finance transactions, which would ensure more accurate processing in the future.</p>
D53.16	<p>TC reported that there is a pupil within the Trust with increasingly low attendance. It is being investigated as a possible safeguarding issue. He will report back to the Board with the findings and action taken.</p> <p>IG summarised the recent Plymouth CAST Ofsted inspection and highlighted some important points throughout the report in relation to safeguarding as well as governance arrangements. The Board must ensure the safeguarding leads across the Trust, Board, individual Academies and the Local Governing Boards (LGB's), link and work together. The Board asked the EP to propose a system whereby the Board's safeguarding lead(IG) and Deputy (CP) could be alerted where issues arose. Both were members of the Curriculum and Standards Committee (with responsibility for safeguarding) and the Audit Committee so this presented an appropriate route. The Board emphasised the importance of data protection and agreed where incidents needed to be reported at Board level, individual's details should be protected. IG also suggested the possibility of setting up a safeguarding forum on a termly basis for Directors, Governors and staff.</p>
D54.16	<p>.1 The Board agreed for IC to stand as Health & Safety lead director, until a new Director with relevant experience is appointed. IC requested that the Board be advised of all significant accidents and incidents across the Trust. Officers confirmed there was an Asbestos Register in place and they would ensure that all building contractors on Trust property signed to acknowledge receipt of a copy. <i>Action - TC to work with the clerk on a reporting process for H&S.</i></p> <p>.2 An updated Risk register was circulated to the Board prior to the meeting and included columns for risk area, risk owner, review date and comments. ND stated that ICT was a major issue across the Trust and the Board discussed the importance of security safeguards where equipment was taken off site. The Board agreed for an interim period until encryption or other assurance is arranged to protect this issue, no laptops/school devices are to be taken off the Academy sites and checks will be carried out on all laptops. <i>ND to action a letter to all staff to explain this. MM to explore solutions.</i></p>
D55.16	The Board noted that the Remuneration Committee reported there were no appeals following pay recommendations.
D56.16	The clerk had amended the Scheme of Delegation (SOD) to now include the approval of the Trust's Investment Policy. The Board was responsible for approving the Policy which the F&GP Committee would exercise. Until reliable cashflow forecasts could be produced alongside the staffing structure, it was unlikely that any long term investments would be made.

D57.16	The Chair had prepared a report setting out key issues which the Board must take note of. The 'rules of engagement' were set out in the letter to the Chair from the Parliamentary Under-Secretary of State at the Department for Education (DfE), Lord Nash and Annex C of the Academies Financial Handbook (AFH) The Chair asked that Directors familiarise themselves with Annex C in particular. This document was commended by IG and the Board members.
D58.16	Seven Policies were prepared for the Board prior to the meeting approval. The Board reviewed them, asked for the clerk to make slight amendments and approved the following: Financial procedures Manual (previously Finance Policy) Capitalisation Policy 2016 Central Funds Policy 2016 Complaints Policy and procedures 2016 Lettings Policy 2016 – it was agreed that no credit extension or agreement will be allowed. Register of Business Interests 2016 Related Party Policy
D59.16	Audit and F&GP Committee meetings have been set for this Academic Year. <i>IG to action dates for Standards & Curriculum Committee.</i>
D60.16	Dates of future meetings were confirmed as shown on the agenda. Small Schools Conference Day - Regional Schools Commissioner to attend, this will be arranged for the second half of Spring Term. Directors Vision Day – Date set for Tuesday 7 th Feb 3-7pm. <i>ND to produce an agenda with session ideas. Clerk to book function room at Royal Seven Stars, Totnes and confirm to Board.</i>

Meeting Closed 8.50pm

Signed as approved copy by Chair – Isabel Cherrett

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Date 6.2.2017