

## Board of Directors

Minutes: 10 December 2018

**Present:** Mrs Isabel Cherrett (in the chair)  
Mr Peter Bethel (items 1-4) Mrs Nicky Dunford  
Mr Roy Gillard (items 1-8.3) Mr Jason Hayward-Jones (items 1-8.3)  
Ms Cheryl Mathieson (items 1-8.3) Mr Simon Niles  
Mrs Fiona Walters

**In attendance:** Mrs Tanya Jeffery – Clerk  
Mr Matt Matthew – Trust Business Manager  
Mr Ben Thorne – Bishop Fleming, External Audit Service (item 4)

### Welcome and Apologies for Absence

The Chair welcomed all Trustees and Officers to the meeting, including Mr Hayward-Jones who is a newly appointed Director to the Board. There were no apologies received.

### Declaration of Business Interests

There were no declarations of business interest.

#### 1. Remuneration Committee

The Board met without Officers present.

#### 2. Annual Report and Financial Statements

Officers joined the meeting.

Bishop Fleming (BF) were in attendance and provided a supporting Key Facts document for the Link Academy Trust for the year ended 31 August 2018 which was discussed with the Board. This document highlighted the Trust's cumulative reserves position and provided a summary of the Trust's financial figures for 2017-18 and included a report on the trends/patterns of the Trust's financial transactions following detailed testing that Bishop Fleming carried out.

##### 2.1. Management Report by the External Audit Service, Bishop Fleming LLP

BF presented the Management Report to the Board; the Directors discussed the recommendations to the Trust and the Trust's responses to these.

##### 2.2. Annual Report and Financial Statements for the year ended 31 August 2018

The Annual Report and Financial Statements for the year ended 31 August 2018 had been discussed by the Audit and the Finance & General Purposes Committees and had circulated prior to the meeting. The Board formally noted:

the Trustees' Report  
the Governance Statement  
the Chief Executive Officer's Statement on Regularity, Propriety and Compliance  
the Statement of Trustees' Responsibilities  
the Financial Statement and Balance Sheet  
the Auditor's Letter of Representation

The Board approved the Annual Report and Financial Statements for the year ended 31 August 2018 for signature by the Chair and the Chief Executive Officer (CEO) and for submission to the Education and Skills Funding Agency and Companies House.

3. **Minutes of previous meeting**

The Minutes of the meeting held on 8 October 2018 were approved and signed by the Chair including Part II. The Board agreed to the Chair's proposal for the Clerk to share future Part II minutes with the Directors prior to the meeting, subject to respecting their confidential nature.

4. **Matters Arising**

4.1. Item D3 (16.2018) – following the ICT review, the Trust Business Manager (TBM) provided a supporting paper regarding Internet Connectivity and Filtering within the Link Academy Trust.

4.2. Item D3 (16.2018) – CEO to have provided summary of 2018 SATs results via email. **Action The CEO to provide a report for the next Board meeting.** Prior to this, any issues are to be brought to the next Standards and Curriculum Committee meeting scheduled for 30 January 2019.

4.3. D4 (16.2018) – the Board was pleased to note all paperwork had been completed and filed with Companies House regarding the appointment of Mr Jason Hayward-Jones, Director.

5. **Audit Committee**

The Chair advised that regrettably the Chair of the Audit Committee, Charlotte Power, had offered her resignation from the Board as of 9 December 2018, which the Chair had duly accepted.

Fiona Walters agreed to serve on the Audit Committee on a temporary basis as well as continue to sit on the Finance and General Purposes Committee. Two Directors needed to be recruited to replace Mr Grafton as well as Mrs Power.,

5.1. **Audit Committee minutes of 12 November 2018**

The Chair noted the Health and Safety Coordinator had advised following receipt of the five yearly Electrical Installation Condition Reports, there were some areas marked as 'unsatisfactory'. The TBM confirmed orders had been placed to rectify these or were covered in the Condition Improvement Fund bids.

5.2. **Audit Committee Constitution and Terms of Reference**

The Committee had reviewed its Constitution and Terms of Reference and the Board approved the proposed amendments. The Committee had reviewed its Constitution and Terms of Reference; the Chair had some further amendments to suggest and agreed to prepare an updated version for the Board to consider at its next meeting, when Mr Bethel would be present.

5.3. **Internal Audit Service for 2018-19**

The outgoing Chair of the Audit Committee had prepared supporting paper regarding the appointment of Internal Auditors for the Trust for 2018-19. The Board agreed to appoint Griffin Accountants on a 12 month basis to conduct the annual audit service at a cost of £500 per audit plus VAT. It was agreed this arrangement would be reviewed at the same time next year. The TBM to advise Kew Accountancy their services are no longer required by the Trust. It was further agreed that Cheriton Bishop, Harbertonford and Landscope would next be audited in 2019-20 as they had all found to be operating well in 2017-18.

6. **Finance and General Purposes Committee**

6.1. **Finance and General Purposes Minutes of 23 November 2018**

The Chair of the Finance and General Purposes Committee presented the minutes of 23 November, which were noted.

6.2. **Finance and General Purposes Committee Constitution and Terms of Reference**

The Committee had reviewed its Constitution and Terms of Reference in September and had reported to the Board on 8 October that there were no amendments to be approved.

6.3. **Condition Improvement Fund (CIF)**

This item is to be carried forward and discussed at the next Board meeting.

7. **Standards and Curriculum Committee**

7.1 Minutes of 7 November 2018

The Board noted the minutes.

7.2 Constitution and Terms of Reference

The Chair wished to suggest some additional amendments and agreed to ensure an updated draft was available for the Committee's next meeting.

8. **Chief Executive Officer's Report**

The CEO provided a report in advance of the meeting. The CEO advised there will be a change to her future reports which will be more strategically focused.

The CEO reported that she has been in further discussions with Broadhempston Primary School and can now confirm they have requested to join the Link Academy Trust under a management partnership from January 2019 of which the Board agreed.

The CEO advised the Raleigh Federation, which comprises Drakes C of E Primary School, East Budleigh and Otterton C of E Primary School, had submitted an Expression of Interest for support. The Link Academy Trust was their first choice of interested parties. Following negotiations with the Raleigh Federation a draft Contract of Partnership between the Raleigh Federation and the Link Academy Trust has been produced and was shared with the Board prior to this meeting as a supporting paper.

Following discussions, the Board considered this draft contract and agreed to its contents subject to the amendments raised.

The Board discussed the outcome of the recent Ofsted inspection at Diptford Primary School that took place on 6 December 2018.

The CEO advised the Board that Ofsted had notified the Academy Head that Stoke Gabriel Primary School would be inspected on 11 December 2018.

9. **Safeguarding**

This item is to be discussed at the next meeting.

10. **Health and Safety**

A summary report from the new Health and Safety Coordinator, Claire Slee, was provided as a supporting document. This will be discussed at the next Board meeting.

11. **Governance**

Scheme of Delegation

The Committees were asked to review the Scheme of Delegation in light of the departure of the Executive Principal and the operation of the scheme since its approval in December 2017 and their respective terms of reference to ensure these were aligned. An updated draft version was supplied as a supporting paper for discussion and approval. This will be discussed at the next Board meeting.

Appointment of new Director

The Chair reported an Expression of Interest for the membership of the Board of Directors. The Expression of Interest and CV were supplied to the Board as a supporting paper. The Board approved the appointment subject to satisfactory references.

12. **Governance – Local Boards**

To be discussed at the next Board meeting.

13. **Policies**

13.1 Risk Management Policy

The Chair wished to suggest some further amendments following the Audit Committee's review of the Policy and Strategy and agreed to prepare an updated draft for the Board to consider at its next meeting.

13.2 FOI Publication Scheme

This item was deferred to the next meeting.

14. Dates of future meetings

The Directors were asked to note the dates of future meetings:-

18/2019 – 11 February 2019

19/2019 – 20 May 2019

20/2019 – 15 July 2019

Meeting closed at 6.50pm