



**Directors (ie trustees) meeting  
Meeting held on 23 April 2024 at 11 am,  
at Brixington Primary Academy,  
Draft Part I Minutes**

**Present:** A Walmsley (chair), P Walker (CEO), A Denner, A Gosling, M Williams, P Wimsett, C Bromfield and R Shaw

**In attendance** I Candy (C Sec), R Caunter (Director of SI), A Jenkins (Director of Performance and Development), K Powell (Director of Inclusion), J Price (Trust Business Manager), and E Harris (Trust accountant)

**Quorum:** the meeting is quorate.

**Circulation:** Directors and members (through GovernorHub), Dioceses (EDEN and SDBE via GovernorHub), schools & public (through Federation website)

	Decision		Action due
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	<b>1. Welcome and apologies</b>		
	No apologies were received and all trustees were present. A Denner had indicated that she was expecting join the meeting late due to a work commitment that existed prior to the meeting being rescheduled and joined the meeting during item 7.		
	<b>2. Prayer</b>		
	Led by P Wimsett		
	<b>3. Declaration of Conflict of Interests</b>		
	Declarations of conflict of interests were invited by the chair. None was made.		
	<b>4. Minutes of the last meetings</b>		
	<b>4.1. To approve the minutes of the last meeting (held on 25 Jan 2024))</b>		
	The draft minutes of the previous meetings, Part I and Part II, were circulated ahead of the meeting. These were agreed to be an accurate record of the meeting and signed by the chair.		
	<b>4.2. To review matters arising not otherwise on the agenda</b>		
	The matters arising summary was circulated ahead of the meeting. The letter from the DfE regional director following their annual strategic conversation with the Trust and the Ofsted report for the recent inspection at Newton Ferrers were also circulated ahead of the meeting. The following matters arising were raised and discussed: <ul style="list-style-type: none"> <li>Management partnership with Exeter Road: the agreement is still due to be circulated for signature and awareness. It has been redrafted because the support needed has changed to include finance and staff restructuring support.</li> </ul> The meeting went into Part II to discuss a confidential matter arising not otherwise on the agenda: The meeting went back into Part I.	<b>Appendix 1</b>	
	<b>5. To receive the verbal feedback from the committee chairs (verbal) and hub boards (written)</b>		

### Strategic & Finance committee:

The chair of the committee reported that:

- A £800K in-year deficit continued to be predicted at the last S&F committee meeting. The latest (Feb 2024) management accounts showed a better picture but that was because of one-off funding that had been received, such as the surplus balance for Mary Dean's post conversion.  
The tender for Blackpool roof was approved in writing following the meeting. An IT strategy proposal, in part due to Acorn joining and using a different system, is due to be followed up. PHP, the Trust solicitors, are reviewing contracts and procurement processes for both trusts to provide a recommendation in these areas. This had led to the IT strategy proposal.
- The Sidmouth re-building project has been approved. The next big step is the tendering for the work. The tender should be allocated by the summer holiday with a view for the work to start in Sep 2024.

### Audit & Risk committee:

The chair of the committee reported that:

- The committee had received verbal feedback from the Spring internal audit visits, and these had not shown any significant issues.
- The committee had also received feedback from the latest H&S reviews, as well as website compliance and data protection reports, both of which are ongoing work.
- The committee uses an audit tracker spreadsheet which is useful to follow through the completion of actions to ensure compliance in a number of areas.

### Hub board meetings:

The feedback summary from the March hub board meetings was circulated ahead of the meeting.

The following points from the feedback were raised and discussed:

- Portesham now has a temporary SENDCo in place, the one from Charmouth, who will also be supporting Portesham on a part-time basis. There is still no assessment data available for the school, apart from Year 6 data.  
M Williams and P Wimsett are due to do a monitoring visit at the school and will get feedback from the West Dorset hub board and R Caunter nearer the date to ensure the visit reflects current priorities.  
The committee was reminded that the key reason for establishing a local academy committee for the school was because of difficulties with engagement and getting information around school improvement. School improvement work is being done with the school, but progress is not being made at the pace the Trust would like. However, this term, there have been several staffing issues with the administrator and caretaker leaving. The school is at the edge of the Trust geographically and the head finds that difficult.
- The two schools that are currently most at risk are Blackpool and Westcliff. Blackpool have had standards issues, a change in leadership and a significant change in cohort with more children having challenging behaviours and SEMH needs. The school recognises the situation and is actively working on that. The Trust has put additional resources in place to support the school.  
At Westcliff, the head is leaving at the end of the year and there is a very small group of children who are causing issues. In addition, the SENDCo is off. The resource base is working well but is taking time from the leaders and the teacher will be leaving at the end of the year. There will be other changes in leadership. The Trust was hoping to appoint a new head the week of this meeting.  
Blackpool is likely to be inspected during the summer term. Westcliff is likely to be inspected within the calendar year and could be inspected as soon

**Appendix 2**

<p>as the summer term. Both schools could have a difficult Ofsted for the reasons discussed above.</p> <p>The feedback from the Education Committee chair took place after she had joined the meeting (see item 5, continued, further down in the minutes).</p>	
<p><b>6. To receive and discuss the report from the Trust safeguarding lead (T Winn)</b></p>	
<p>The reports from the Trust safeguarding lead were circulated ahead of the meeting.</p> <p>The following points were raised and discussed:</p> <ul style="list-style-type: none"> <li>• Some of the joiner schools, particularly outside Devon, do not have the same safeguarding systems as established good practice in Devon. This means that reporting is poor, and that leads to issues including complaints. T Winn is working with the relevant schools around this, as well as H Davis. From Sep 2024, H Davis role as Trust safeguarding officer will increase from one day to three days a week to help support these schools and mitigate risks.</li> <li>• The same schools remain at risk as when T Winn reported to the board in person in Jan (Mary Deans and Charmouth are both rated red).</li> <li>• R Shaw (lead trustee for safeguarding) is due to meet with T Winn again. At their previous meeting, they spoke about the flow of information and making sure that hub boards understand the safeguarding risks in their hub and how their schools compare, for example in terms of numbers of cases.</li> <li>• T Winn feeds back information to Trust leaders so they are aware of issues, and these are followed up.</li> </ul> <p><b>Trustees queried whether a better understanding of the systems was needed for the new LAs that the Trust has expanded to (Dorset and Plymouth).</b></p> <p>This is not the case as T Winn has spent time working with them to understand their systems. Part of the issues is the schools having a long-term head in place who did not necessarily keep up to date with good practice and seek support. For example, Mary Dean's only had a paper system which was overseen by the former head and there was a backlog of issues.</p> <p>It was pointed out that the rating from T Winn is a Trust rating, based on the Trust expectations, and that this rating does not match the Ofsted rating of safeguarding.</p> <p>R Shaw concurred about the work done by T Winn with those LAs and also the expectations of the Trust.</p>	<p><b>Appendix 3</b></p>
<p><b>7. To receive and discuss the CFOO report, including a draft 2024-25 budget</b></p>	
<p>The CFOO report and the draft 2024-25 budgets were circulated ahead of the meeting.</p> <p>Due to this meeting being re-scheduled, the CFOO was not present. In her absence, the chair outlined that, whilst the 2024-25 budget is very draft, the in-year deficit for 2023-24 is currently predicted to be £550K, leaving reserves of about £1.2M at the end of this financial year, which is only just 5% of the Trust income. Having reserves of at least 5% of the Trust income is the current Trust reserves policy and the DfE has indicated that going below the 5% threshold is likely to trigger DfE intervention.</p> <p><b>The board asked for how the Trust was planning for the decrease in income linked to the decrease in pupil numbers due to demographics.</b></p> <p>The CEO explained that the Trust was aware of the decrease in pupil numbers and have been planning class reductions and reducing the number of teachers and TAs accordingly.</p> <p><b>Trustees queried what is driving the overall increase in costs.</b></p> <p>This is due to staff pay increases not being fully funded by the DfE and cumulative increases in fixed costs (for example energy costs), which mean that the amount of fixed costs per pupil is rising. There are not many more significant savings left to be done in staffing, although the Trust SLT is looking at opportunities to reduce staffing costs whenever possible.</p> <p>The Trust has already worked on the savings that could easily be achieved. The Trust will now need to look at costs that involve changes in habits/practice to generate further savings.</p>	<p><b>Appendix 4</b></p>

**Trustees probed how much income traded services (such as lettings, preschools and out-of-school clubs) were bringing in.**

Lettings dropped off after Covid and have not come back to the same level since then.

Nurseries tend to share staff with schools, and some nurseries are essentially there to help promote pupil numbers at the school.

The new director of finance will be asked to look at the top 10 costs for the Trust to target these. The FFT will need to accumulate small savings that collectively make a significant difference.

The following points were raised and discussed:

- The chair explained that he wanted the board to understand that there is a budgeted in-year deficit of £800K before reserves transferred in from joiner schools meaning reserves will be low, there are cost pressures, staff increases are not fully funded by DfE and pupil numbers are decreasing, and therefore the Trust should aim to set a break-even budget to maintain reserves at 5%.

[A Denner joined the meeting at this point].

- At this stage it looks like a break-even budget will be difficult to achieve and this will affect the level of reserves significantly which is an issue. Whilst funding is a sector wide issue, the FFT taking in challenged schools has affected its level of reserves.
- There are some restrictions on reducing classes because of pupil numbers as they need to be achievable in terms of pupil numbers per class and year group distributions.
- There will also be some teaching staff changes where some joiner schools have more staff that the Trust would normally have in its schools. Whilst class teachers are correct in the draft, work-in-progress budget circulated, the number of TAs still need to be reviewed. In a large school it could mean a £60K reduction in costs. Reducing the number of TAs will be a challenge for schools because of the increase in pupil needs.
- An issue is the central team costs, which have increased because of recruitment initially funded through TCAF for a limited period. The decision to recruit was taken based on projections (more staff needed to support more schools) and sustainability of costs as included in the TCAF bid.
- The Acorn schools transferring to the FFT adds some uncertainty to figures. Acorn have some reserves but they are also budgeting an in-year deficit currently and their reserves are likely to be further affected by additional expenses linked to the transfer. The FFT has costed an "arbitrary" number of additional central staffing in the budget circulated. There will be an element of additional cost for items that are paid by pupils, for example insurance.
- The Trust will be looking at energy and the impact of investment in energy efficiency on predicted costs.
- The Trust is looking at what additional savings can be made before the end of this year. Every staff vacancy is discussed at the Trust SLT, with the aim of avoiding permanent replacement whenever possible and not replacing at all if possible, whilst continuing to meet pupils' needs. Schools are being encouraged not to spend on resources that they have not yet purchased as these are not likely to be essential by this stage of the school year.
- Blackpool has a high deficit this year but needed additional resources to improve standards and behaviours.
- Mary Dean's joined with a structure that is costly and was not restructured on joining.
- PHP (the Trust's solicitors) are leading on due diligence for Acorn and Chickerell around contracts which should avoid having some of the issues that were encountered in joiner schools where information was not correct or easily available.

<ul style="list-style-type: none"> <li>The Trust needs to adopt a medium-term strategy around increasing its income, for example by attracting larger schools and finding fundraising opportunities.</li> <li>E Harris (Trust accountant) highlighted that, looking at budget profiling, losses were scheduled from April because of when staff pay changes and some of the TCAF funding ending.</li> <li>P Walker highlighted that the Trust was hoping to bid for TCAF funding based on the Ofsted status of some of the Acorn schools.</li> </ul> <p>J Price (deputy CFOO) and E Harris were thanked for coming to the meeting to answer the board's questions in C Chapman (CFOO)'s absence.</p> <p>This is currently a period of changeover in the Trust, with the current CFOO leaving on 17<sup>th</sup> May, the new director of finance (Michael Platten) starting on 1<sup>st</sup> May and the new director of people and operations (Amanda Gavin) starting on 7<sup>th</sup> May. C Chapman will be asked whether she can help with queries / specific issues on an ad-hoc bases for a period of time.</p>	
<b>8. Governance matters</b>	
<b>8.1. To agree to seek the re-appointment by EDEN of R Shaw as foundation director</b>	
<p>Due to the meeting being rescheduled, the appointment of R Shaw had been agreed by EDEN. However, <b>the board confirmed their agreement to R Shaw being re-appointed.</b></p>	
<b>8.2. To agree to re-appoint M Rowland foundation representative on the South Hub</b>	
<p><b>The board agreed to re-appoint M Rowland as foundation representative on the South Hub.</b></p>	
<b>8.3. To agree to appoint J Parker as hub chair for the South Hub</b>	
<p>The chair of the board pointed that J Parker had been a very active parent council member for Salcombe and had offered to take one the role of chair for the South Hub board, knowing the responsibilities involved, following the departure of the previous chair due to work commitments.</p> <p><b>The board agreed to appoint J Parker as hub chair for the South Hub.</b></p>	
<b>8.4. To note the request from the DfE RD to fill the Trust board vacancy</b>	
<p>The letter from the DfE regional director was circulated ahead of the meeting. This made clear that DfE regional director wants an educational leader in a large trust to be appointed as trustee for the FFT, as part of the conditions for Acorn schools transferring to the Trust. Appointing an educational leader from a large trust is a common condition of trust growths at the moment. A Walmsley and P Walker had discussed that a suitable candidate could be either someone from the Queen Street Group or from Aspire, a large primary trust in Cornwall. This new trustee would therefore be likely to attend meetings virtually. <b>The board concurred with this approach and tasked P Walker with making the initial approaches to these organisations to ensure the condition is met.</b></p>	P Walker
<b>8.5. To agree the calendar of meetings for 2024-25</b>	
<p><b>The proposed calendar was due to be finalised (pending a confirmation that P Walker would be available for all proposed dates) and then circulated to trustees for their feedback ahead of the next meeting.</b></p>	I Candy
<b>9. To receive and discuss KPIs for complaints and suspensions</b>	
<p>KPIs for complaints and suspensions were circulated ahead of the meeting.</p> <p><u>Complaints:</u></p> <p>I Candy explained that she would not be sharing more details about stage 3 complaints as some could still progress to the panel stage but wanted to highlight that they have taken a lot of time and were stressful, particularly the ones at St Budeaux and Bere Alston.</p> <p><b>The board queried whether those stage 3 complaints had been escalated appropriately.</b></p> <p>The one at Bere Alston was at stage 3 because it included concerns about the leadership of the school/ The complaint process for this stage was completed and there was further correspondence with the complainant because they wanted further information and action.</p>	Appendices 5 - 6

<p>At St Budeaux, the complaints were complex, with a lot of elements to take into account and that required further advice. So the complaints were taken away from the school to mitigate the impact on them, in particular the head of school. It is always difficult to predict what complaints will be made and have a significant impact on time and workload.</p> <p><u>Suspensions:</u> The new suspension KPIs format is based on the feedback from the education committee and the work from the data analyst. There is more information available at hub board level in the individual school data dashboards available in the resources area of GovernorHub.</p> <p><b>Trustees asked for confirmation that the number of suspensions within the Trust remains fairly low compared to other schools, even if it is increasing.</b> That is the case, it is only a small number of Trust schools that are suspending pupils although some schools have a substantial number. I Candy pointed out that, based on the data in SIMS, it looks like the EAL data is not correct. The Trust data analyst is looking at where there are blockages in systems and data that is not high quality so this can be improved. P Walker reported that he had met with C Morgan, the new head of education for Devon, who had noted that the FFT had a low level of suspension and was interested in arranging a meeting with trusts that have different levels of suspensions to understand the differences and change practice.</p> <p><b>The board probed how the data is being used to change practice with a view to reduce suspensions due to unmet needs.</b> This data is being reviewed and followed up by the Trust central team.</p>	
<p><b>10. Policies and compliance</b></p>	
<p>The policies and compliance report was circulated ahead of the meeting as were the proposed policies. I Candy highlighted that the proposed policy changes were minor and/or linked to changes in regulations.</p> <p>All the policies submitted for approval – handling allegations and low level concerns, flexible working, staff leave of absence, Mary Dean's nursery admissions, Mary Dean's nursery charging - were approved as proposed. The DPIA for Wonde MyLogin was also approved. It was agreed that the Trust risk register would be reviewed at forthcoming committee meetings due to the meeting running late.</p>	<p><b>Appendix 7</b></p>
<p><b>5. To receive the verbal feedback from the committee chairs (verbal) and hub boards (written) [continued, due to the late arrival of the education committee chair as planned]</b></p>	
<p><i>Education committee:</i> The chair of the education committee reported that the committee had:</p> <ul style="list-style-type: none"> <li>received reports from C Fegan and C Bennett (Trust English and Maths leads respectively).</li> <li>looked at schools with low results and target settings, which the Trust SLT needed to look at, and how data is used to improve standards.</li> <li>noted that the percentage of children predicted to attain ARE in Reading, Writing and Maths combined in Year 6 was not on track and probed what can be done to raise the attainment of those children.</li> <li>discussed the work done by the SI team around assessing the impact of the schools' curriculum and the next steps needed to continue to improve the curriculum for all pupils.</li> <li>been informed P Walker will be conducting a survey around the Trust support and system for school leaders.</li> <li>received updates from R Caunter (director of SI) and A Jenkins (director of performance &amp; development), which set out the progress they had made on their strategic plan but also the impact of issues on workload and making progress on strategic matters.</li> </ul>	
<p>The meeting was adjourned for lunch and reconvened afterwards.</p>	



<p>Trustees queried whether Acorn central staff had been in post a long time. Some have and some have not.</p> <p><u>Equality objectives:</u></p> <p>P Walker highlighted that a few planned actions had slipped because of conflicting priorities. The newly appointed Director of People &amp; Operations will take some of those action points on.</p> <p>A Walmsley highlighted that trustees are asked during Ofsted inspections how they comply with their duties under the Equality Act.</p> <p>I Candy reported that the Trust had recently received a letter and FOI request around equality objectives. This was linked to the recent Cass review. As a result, the Trust has agreed to have an external review of its equality and anti-racism policies.</p>	
<p>The formal meeting was closed. Trustees then took part in a development session regarding the next three-year Trust strategic plan. Slides tabled on the day were used to prompt and inform discussions.</p>	

Meeting start: 11 am; meeting close (after lunch and including development session): 3.30 pm

Date of the next meetings: 13<sup>th</sup> June and 18<sup>th</sup> July

**These minutes are agreed by those present as being a true record.**

**Signed:**.....  
Chair of Directors

**Date:**.....

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