



**MINUTES**  
**of the Full Board meeting of the Directors of Osprey Learning Trust**  
**held on Tuesday 15 December 2020 at 9.30 am**  
**via MS Teams online due to COVID-19 social distancing restrictions.**

Present:		
Name	Title/Role	Initials
Jan Caig	Trustee/Chair of Governors, Kenn and Kenton Federation	JC
Scott Deeming	COO/Company Secretary	SD
Pat Henchie	Foundation Trustee/Member of Policy Review Group	PH
Jackie Jackson (joined meeting after item 2/1.2)	Proposed New Trustee	JJ
Katy Quinn	CEO	KQ
Paul Lilley	Trustee/Member of Finance, Audit & Risk Committee	PL
Jon Newman	CFO	JN
Tony Smith (joined meeting after item 2/1.2)	Proposed New Trustee	TS
Nick Tallamy	Chair of Trustees	NT
Katie York	Trustee/Member of Policy Review Group/Member of Progress Group	KY
Sam Trevorrow	Trustee	ST
Gaby Willis	Clerk	GW
Apologies:		
Chantelle Mashiter	Trustee/Chair of Finance, Audit & Risk Committee	CM
Absent:		
None		

NT opened the meeting at 9.30 am and thanked everyone for attending.	
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Item	Content	Action
2/1.1	<b>Apologies:</b> CM	
2/1.2	<p><b>Appointment of New Trustees:</b> (JJ and TS not present at this time.) NT confirmed he has spoken to both proposed Trustees and the relevant application documents have been circulated and available for all to look at and raise any queries or questions. PH has also met with TS prior to this meeting. NT stated he had no doubts they will be outstanding Trustees and recommend the proposal that they join with immediate effect. Comments were invited before the proposal was put to a vote.</p> <p><b>Q: Are they being co-opted or appointed through the Members?</b></p> <p>KQ confirmed the proposal is that they go to the Members to be full Trustees of the Board. The AGM of Members took place in October and more regular meetings will be scheduled with the Members as part of AFH guidance probably after the housekeeping meeting in January but the appointment of TS and JJ will be put to the Members by proxy over the Christmas period.</p> <p><b>Jackie Jackson:</b> NT proposed Jackie Jackson be appointed as a Trustee and that this recommendation be put to the Members. PH seconded.</p> <p>Vote:            For: 7            Against: 0            Abstained: 0            Unanimously <b>APPOINTED</b></p>	

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	<p><b>Tony Smith:</b> NT proposed Tony Smith be appointed as a Trustee and that this recommendation be put to the Members. PH seconded.</p> <p>Vote: For: 7 Against: 0 Abstained: 0 Unanimously <b>APPOINTED</b></p> <p><b>Action: GW to organise relevant paperwork to complete Trustee registration.</b> TS and JJ were admitted to the meeting. NT welcomed them and confirmed the board had unanimously voted in favour of their appointment and proposals will be sent to Members for ratification over the Christmas period. Introductions were made.</p>	<p><b>GW</b></p>
2/1.3	<p><b>Welcome and Declarations of Interest:</b> None declared at this point. Reminder of confidentiality of the meeting and ensuring your location can't be overheard.</p>	
2/1.4	<p><b>Approval of revised Terms of Reference of the Finance, Audit &amp; Risk Committee:</b> NT confirmed these have been on the portal to be viewed. KQ confirmed no questions had been received ahead of the meeting. Revision to remove position of CEO from membership of the committee as recommended in the AFH. This was done at the last Finance, Audit &amp; Risk meeting and there is a need to recruit one more member to that as 3 Trustees are required in addition to PL and CM. JN and KQ attend but have no voting responsibility. Comments invited. None received. NT proposed, all in favour. <b>APPROVED.</b></p>	
2/2.1	<p><b>Matters Arising from Meeting held on 6 October 2020:</b> NT thanked GW for sending an action points crib sheet ahead of time. The action points were addressed as follows:</p> <p><b>1/2.3: Sitting governors as sitting trustees.</b> This has been superseded with the establishment of the Chairs' Committee who held a very successful meeting in late November. This sets the pathway going forward for Chairs of LGBs to meet with the Chair of Trustees and CEO and report to and from the different levels in that process. Identified it is not best practice to have governors sitting as trustees and that is way forward now.</p> <p><b>1/2.6: Confirm date of EGM:</b> 12 January at 9.30 am.</p> <p><b>Action: GW to send out Teams invite. JC and NT to attend that meeting.</b></p> <p><b>1/6.1: Trust Reports:</b> Comments had been requested and KQ confirmed none had been received.</p> <p><b>1/6.1: Progress group:</b> Report from Rob Haring visit. KQ confirmed this was on the portal for the progress group but had not yet been circulated to Trustees.</p> <p><b>Action: KQ to send to Chairs of LGBs.</b></p> <p>KQ stated this visit was specific to TCS ER. Progress group will be looking at Deb Wring visits which have not gone ahead this half term because of Covid and dates are booked in for after Christmas. Nothing we don't already know but good to have externally verified what needs to be worked on and are working on.</p> <p><b>Safeguarding Matrix:</b> Amended and is on the portal.</p> <p><b>Governance Review:</b> The final draft has been received from Bishop Fleming and will be covered later in the agenda. The Lead Reviewer and KQ met yesterday which unfortunately NT could not attend.</p> <p><b>Action: NT to catch up with KQ after this meeting before end of term. This will then be released to Trustees.</b></p> <p><b>Comms Sheets:</b> The split of TCS ML and ER was discussed at LGB and appears in the latest comms sheet from TCS. It has been decided it is not practical to do this at the present time.</p>	<p><b>GW</b></p> <p><b>NT/KQ</b></p>

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	<p><b>Training plan:</b> This is on the portal. NT thanked GW and KQ for their work on this.</p> <p><b>Cockwood Clerk</b> – LGB handbook meeting held which moved thoughts on and some updates to be shared later.</p> <p><b>NGA membership:</b> GW is in the process of spreading this out to Trustees and LGBs to tie in with the training programme.</p> <p><b>Pay Policy:</b> This was approved electronically and is on the portal and was used for all pay review meetings.</p> <p><b>Risk Register:</b> This was circulated to all Chairs of LGBS and is reviewed at LGB meetings.</p> <p>It was confirmed that KQ and JN attended the Kenn and Kenton LGB meeting on 1 December.</p> <p><b>1/9.1 Decision to take Finance from TCS at this stage to the board</b> was relayed to the Chair of LGB and they had their first meeting at beginning of this month which went very well and everything is in place. The Chair of the LGB was present, together with the Heads of both schools.</p> <p><b>Associate Governors:</b> This was suggested for TCS as support. They have since had some great success in recruitment drive for governors so this won't be necessary for numbers but if there is still any interest in becoming an associate governor at TCS this can be looked at.</p> <p><b>Comms sheets:</b> It was confirmed that GW created one comms sheet to go back from Trust to all LGBs.</p> <p><b>Policies:</b> The policies that were approved were uploaded to the website and are where they need to be.</p> <p>Questions and comments invited. None received.</p>	
2/2.2	<p><b>Accept minutes of previous meeting as a true and accurate record:</b> All <b>ACCEPTED.</b></p>	
2/3.1	<p><b>Approval of 2019-2020 Reports &amp; Accounts and Audit Completion Report:</b> KQ and JN confirmed this was presented to the FAR Committee by Sharon Austen, a partner from Francis Clark, external auditors. As it had already been discussed in some detail, the proposal today was to present the high and low lights and things to be mindful of going forward.</p> <p>An action plan has been drawn up and is already being implemented for the external audit management letter and this will be reported to the FAR Committee through the year in terms of progress. It was noted that some items such as the Pay and Finance policies had already been actioned. JN drew attention to certain pages in the audit completion report and KQ confirmed the accounts go to the ESFA and Companies House. JN invited PL to give his thoughts as a member of the FAR Committee and stated that most time was spent going through the audit completion report, and the work of the internal auditor, whose reports go to the FAR Committee and external auditor and are assimilated into this document.</p> <p>Points to note from JN:</p> <p><b>Internal control findings</b> – actions to work on. Prior year had 5 considered high risk ratings and this year only 2 – referred to page 19. Two areas of significant concern are the trial balance reconciliation which was a communication issue between auditors for work from previous year and finance team with things still sitting on trial balance through the year so action is needed there. Second item was to do with supplier bank details and the area around fraud risk mitigation. Several high-profile cases nationally where academies have been defrauded by employees who have changed bank details, made payments, and then changed the bank details back so this has appeared on quite a few academy reports and we have to take action to ensure it is not happening here.</p>	

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	<p><b>Medium risks</b> – work around fund analyses. This is us understanding what the accountants need us to do. What we do fits our purposes but the accountants need to go further. There is work to do here.</p> <p><b>Itrent</b> – this has appeared on most academies reports. New system introduced November 2019 by Devon County Council and it has not been a very smooth implementation.</p> <p><b>Purchase orders</b> – coming out of internal auditor work. Work in progress.</p> <p><b>Tendering</b> - Issue around one of the trips where correct tendering did not take place. Moved a long way but this slipped through the net.</p> <p><b>Updating of internal school management system in one of the primaries</b> - Aware and trying to support to ensure records in that school as good as elsewhere.</p> <p>JN paused for questions or comments on internal control findings which he stated were discussed at length at FAR cttee.</p> <p>It was felt the medium risk items are training opportunities. KQ confirmed things have come a long way and we strive for perfection. The items were one personnel file, and one petty cash voucher didn't have a signature. Some of the higher risk things to be aware of, such as fraud, are because those things are in national media not because we are a risk.</p> <p>PL spoke on behalf of the FAR and felt the approach that Sharon Austin took with RAG was really focused. PL felt reassured that there was no indication that SA was overly concerned in any areas and that she was adequately happy with the approach and remedial action being taken. Clear to say all of the red issues are being taken into account and the amber areas are being adequately monitored. The presentation had been a good use of time with reassurance at the end.</p> <p>JN stated the Trust's philosophy is transparency. The auditors see everything and more and if there are points to improve they will be worked on so that the systems are as good as they can possibly be. It was noted by KQ that this year's audit was much more pleasant than in previous years - questions had answers and documents were readily available. There is a greater understanding now of what they are requesting for fund analysis. Figures are smaller in terms of c/f but processes have improved over the last year working with the internal auditors and having a centrally located Trust team has also helped.</p> <p>JN moved on to the numbers which will be distributed to Chairs of LGB and Heads and the circulation of a supplementary summary after Trustees sign off is proposed.</p> <p><b>Financial highlights on page 43</b> shows all resources coming in and going out and at the end bottom line shows restricted and unrestricted funds that sit at individual schools. When the Trust was expanded it committed to keeping funds identified. Many trusts have GAG pooling and allocate funds to individual schools and at the end of the year end up with an average position but we have not taken this approach. Page shows four budgets as KK is treated as one financially. KK entered year with funds sitting at £48k and ended at £81k. Cockwood started with £62k and set a deficit budget of £21k. Did spend slightly more than came in but ended year on £56k. ML £45k and ended at £57k. ER started with £15k and ended with a deficit of £120k due to restructure which if removed would have been cost neutral. Some support for this was received from the ESFA. Catering and sports centre income ceased for a significant period.</p>	

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	<p>The Trust started the year with unrestricted reserves of £170k and now have £74k. The primaries completed the year with a positive outturn. JN assured Trustees a repayment plan is in place for ER to repay reserves over 3 years and confirmed that the staffing costs have been significantly reduced going forward due to the restructure. The proposal is to return one-third of that in the first year. That is on the ER budget line and clearly identified and this is monitored at the FAR Committee.</p> <p><b>Capital</b> - Some is CIF capital which is a condition improvement fund for things like boilers at ER and a wall at Kenton; and Cockwood and Kenn and Kenton had carry forward money from the MAT conversion.</p> <p>JN made Trustees aware this slightly overstates the position as £124k which was DfE capital grant. Paperwork was signed in this financial year but all costs will come out of the next financial year. This was discussed with the accountants and Trustees should be mindful there is not £120k extra.</p> <p>Questions invited on funds for individual schools. Free reserves is £74k.</p> <p><b>Q: With staff reduction at ER is that going to impact on the other site things such as behaviour and so on?</b></p> <p>KQ: This is always a risk. The Principal reappointed the SLT which is leaner and less experienced which is a consideration and the Trust team need to ensure they are supported. This will be monitored this year.</p> <p>KQ asked NT and JC as Chairs of LGBs if they were happy to share this with their LGBs. NT agreed this will be well received and resolve some questions.</p> <p><b>Action: Relevant pages of audit completion report to be shared with LGBs.</b></p> <p>KQ commented that the steer from the ESFA and accountants is to GAG pool but that is not our approach. KQ and JN are working with the local ESFA officer and they have set up very light touch monitoring and support because the Trust dipped into reserves and quite rightly there are questions around this. JN and KQ met him on Zoom and he understood the decisions made and was pleased to hear the repayment line is there. Monitoring in January which NT will attend still as Chair and touch base in February. Operating with paper thin reserves and this needs to be a larger number.</p> <p>JN and KQ offered to attend LGB finance meetings to present these figures next time and answer any questions.</p> <p><b>Action: Confirm to JN and KQ if they are required to attend, and give dates.</b></p> <p>Capital money – Cockwood have £11k and Kenn and Kenton their original £31k which can be called upon if needed and is helpful in terms of cashflow.</p> <p>Questions invited.</p> <p><b>Q: In the Trustees Report the composition and purpose of each level of the Trust: Members, Trustees, LGBs – refers to separation of Members and Trustees and that still has considerable overlap.</b></p> <p>KQ: This is because it is historical and we are reporting on the entire last year. Since September 2020 we have taken steps to rectify this. The statement has to include everyone who sat on those boards, Members and Directors, in the entire financial year from last year. It is an accounting requirement. We are moving to have separation between those and as things currently stand it is only Nick as chair of the board that sits as a Member and at the January meeting there will be a proposal that Members' appoint another Member, and have we have one who has come forward, to have clear separation between Members and Trustees.</p> <p>Typing error - accountants assurance report on regularity. One should be OLT not TLT.</p> <p><b>Action: JN to ask the accountants amend this as this part is done by them.</b></p>	<p><b>KQ</b></p> <p><b>NT/JC</b></p> <p><b>JN</b></p>

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	<p>KQ asked to move to accept these for signature.            NT proposed.            Vote:            For: 9            Against: 0            Abstained: 0            Duly <b>ACCEPTED</b>.            NT thanked JN and KQ for all the hard work done with regards to that process.</p>	
2/4.1	<p><b>FAR Committee: Update on meeting of 1 December 2020</b> - In CM's absence PL reported on behalf of the FAR Committee and stated that the minutes of the meeting of 1 December are on the portal and adequately explain the content. The bulk of the meeting was very much around the audit report with the rest of the generic information focusing around the management accounts. Happy to take questions for anything that is not already covered on minutes in portal. None received.            PL summarised other items and stated that some guests had attended the first item of the meeting, namely the Chair of LGB from TCS and the two Heads who were in attendance for credibility and accountability. PL thought this went well and they were able to raise questions or concerns regarding the management accounts prior to meeting. Reassuring JN and KQ were able to satisfy in terms of matters arisen. Concern going forward to be aware of is ongoing cost implication that Covid is likely to still produce. Main concern is possible impact in terms of staffing which is the biggest cost. Requirement to ensure adequately fund or have contingency arrangement so need to be monitoring and forecasting forward to ensure not cost disadvantaged. Heavily depending on DfE for guidance and hopefully additional funding. Need to be very much aware of need for supply staff. Time was spent going through updated management accounts which was very useful. Need to be respectful of budgets. Discussed overall net reserves and would like to have more to help with contingencies and need to be mindful that funding is very thin. Governance in terms of finance is strong as is monitoring and challenge of management information which is very detailed and specific. Ensure good handle on how cash is flowing through system and need to be very conscious of what we are paying out with limited income coming in. Auditors report quite reassuring to hear about diligence and the way the Trust is running finances. Questions invited. None received.</p>	
2/4.2	<p><b>Verbal Report on the Head Teacher and Staff Performance and Pay Reviews:</b>  <i>SD, JN and KQ excused themselves for this part of the meeting. Minutes of this item are Part II.</i></p>	
2/4.3	<p><i>KQ, JN and SD rejoined the meeting. Return to Part I.</i>  <b>Risk Register</b> – questions invited on document on the portal section: Operational Risks with amendments highlighted in yellow. One section to be done at each FAR committee. None received.</p>	
2/5.1	<p><b>Scheme of Delegation:</b> NT stated this has been reviewed over the last few months in conjunction with stakeholder feedback. KQ explained for the benefit of JJ and TS that the SoD approved in June 2019 needed a review in terms of robustness and being reflective of the organisation we now are. The review had been delayed until this point due to the desire to reform governance largely around TCS ER. KQ felt a good job had been done in communicating with governors and stakeholders and this was all taken into consideration. A questionnaire was sent to all LGBS and they posed interesting questions around it, and it also means that all governors have now read it. Responses were gathered and the Executive Team met, with PL in person and ST reviewing online. PL had suggested giving responses to governing bodies</p>	

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	<p>for responses to stakeholders and KQ has prepared this and proposed it be circulated after today. Every question that was raised is included.</p> <p>KQ expressed thanks to ST who couldn't join on the day due to work commitments but spent a considerable amount of time looking at document as a second layer of scrutiny before it was sent out to Trustees. KQ proposed less time be left between reviews in future to reduce the amount of work involved. Other trusts say it is constantly revised as a live and fluid document so would propose once adopted today, like risk register, we have a way of reviewing this more frequently with stakeholders. Questions invited. KQ stated it is reflective of where we are now and there are no fundamental changes other than ones discussed such as separation of roles/duties/trustees and governors.</p> <p>NT thanked PL and ST for taking the time to help with this process and KQ for pulling it together and confirmed as Chair of an LGB he will put this on the Full Governors' agenda each time, like the risk register, so governors can discuss anything that may have cropped up.</p> <p><b>Action: KQ, like risk register, to ask trust team to review each section as go through the year and calendar it in the Trust Board cycle.</b></p> <p>NT proposed formal approval of updates to SoD.</p> <p><b>Q: Has the Diocese seen a copy of it?</b></p> <p>KQ: They were included in the stakeholder review but it is for the Trust board to do. No fundamental changes to it in terms of the Diocese requirements of make-up and constitution. The final document will be sent to Christina Mabin at the Diocese after today's meeting for any questions. Christina has been part of the review process and she sat on the AGM where Members were advised this was happening. The document does require their approval but as there are no fundamental changes to structure no issues are foreseen.</p> <p><b>Vote to accept revised Scheme of Delegation:</b></p> <p>Vote: For: 9 Against: 0 Abstained: 0 Unanimously <b>ACCEPTED.</b></p>	<p><b>KQ</b></p>
2/6.1	<p><b>Schools – Trust data on safeguarding/behaviour/attendance/pupil numbers:</b></p> <p>NT stated that there is a requirement from the AFH for this information to be seen by Trustees. KQ confirmed this is a new document and gave thanks to Heads for inserting the data. Hopeful the LGBs will adopt this way of reporting. Propose these documents are the template for the safeguarding/vulnerable pupil reporting. Is about spotting trends and this will grow as the year goes on. KQ ran through highlights and low lights.</p> <p><b>Exeter Road:</b> The largest in the family of schools. Highlights – attendance at ER last year was lower than it should have been but pleased to report even with pandemic it is sitting at 93.6%. The Devon average is 90.1% and national is 83% so positive to see ER is above average for secondary schools. Also, education welfare team are taking a particular look at students with EHCP sitting at 84.14% and Devon is 87% and national 77%. Devon usually above national figures. Pleasing to ER is see making progress despite pandemic.</p> <p><b>Q: Do those attendance figures go to Year 11?</b></p> <p>KQ: Yes, not sixth form. Not all secondary schools in Devon have a sixth form. Number of behaviour incidents with highest number of incidents from boys – question for the new Safeguarding Committee is what is being done about that and what is the plan around that. Pupil numbers were discussed and KQ advised that</p>	

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	<p>sixth form numbers came in strong with good recruitment this year so a positive Year 12 with 88, but have to report a falling roll in Year 7-11 so the question to the attendance team is why is that. Could be Covid related with a number of children opting for home education so this needs to be assessed.</p> <p><b>Q: Behaviour at ER. Concern about these figures for girls which is out of normal patterns.</b></p> <p><b>Action: KQ to follow up with the safeguarding committee/ group to be established in the new year and feedback to Trustees at February meeting.</b></p> <p><b>Q: FTE figures for girls are not in balance.</b></p> <p>KQ: Details of what exclusions and incidents are for which are varied. KQ to bring this up in safeguarding group and feed back to board next time.</p> <p><b>Q: How much of that includes bullying?</b></p> <p>KQ: That is within behaviour. Data can be split however Trustees would like it presented - this is a first attempt.</p> <p><b>Action: KQ to look at presenting behaviour data in a different format, such as breakdown of behaviour incidents. Suggest the safeguarding group, like the progress group, do deeper dives and report back to the board.</b></p> <p>JC suggested recommendations be put forward to those within the school after a discipline committee as a feedback sheet. Could include a compilation of those responses from people who deal with the ultimate destiny of the children involved.</p> <p><b>Action: GW to add this to OLT LGB comms sheet.</b></p> <p>KQ advised Trustees that the chair of a staff disciplinary panel has approached her to follow up some questions raised and that she would be following this up with the Head.</p> <p>Noted that ER is in a "Requires Improvement" position. Relatively new Head trying to turn a tanker around and this can sometimes cause a spike in behaviour as they establish a new culture. Shift has been hampered by Covid and the way children are restricted in schools at the moment. Trends on these reports will be very important. When the new safeguarding group/committee meet they will have HT2 data.</p> <p><b>Mill Lane:</b> Attendance strong sitting above both Devon and national and also for the EHCP children. Safeguarding – recognition of contextual. Record a lot on CPOMS system and it is very well used at ML as a tool. Suggest look at this in deeper dive but would say in line with contextual issues. Behaviour – FTE and incidents boys, DS and EHCP so question there is what is being done to support those children. The nurture group has recently been re-established with very high level of support. ML have submitted an expression of interest to the LA to set up a resource base for social emotional category of behaviour which could grow for them there and support other children in the Trust and local area. <b>Pupil numbers:</b> positives around nursery with 38 at this point in the year which is strong given Covid and election of parents to keep children at home who are not of school age. Invited questions on this.</p> <p><b>Action: KQ to check the figure for FTE.</b></p> <p><b>Cockwood:</b> Smallest school in our partnership. Attendance is very high particularly for SENK group and also for DS so very positive. Question for Cockwood around ensuring training is in place for staff to ensure if an incident happens it is recorded and staff know where to log it, and around behaviour incidents and at what level they are recorded – threshold might be different there. Pupil numbers discussed.</p>	<p><b>KQ</b></p> <p><b>KQ</b></p> <p><b>GW</b></p> <p><b>KQ</b></p>



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	<p><b>Kenton:</b> Attendance is strong. Same question in terms of ensuring systems are in place for referrals if they happen particularly around MASH and LADO. JC confirmed this is all in hand. Pupil numbers highlighting nursery which is new provision launched last year pre-pandemic and very strong start which will feed into Reception and through the school.</p> <p><b>Kenn:</b> Attendance strong. Again, safeguarding systems will be checked to ensure they are in place.</p> <p>Next time Trustees look at these they will potentially have HT2 and 3 data so there will be a more visible trend. Safeguarding group/committee will be established after housekeeping EGM on 12 January. NT thanked KQ for putting this together.</p>	
2/6.2	<p><b>SIPs and Performance Glossary:</b> This was circulated as per last year to Heads of all Trust schools, and the glossary has been put together for those who are not as familiar with the terms. This glossary can be shared as wished. KQ stated in normal circumstances the Heads would have got together. Last year they put together a collaboration plan off the basis of each individual schools SIP so a hybrid plan. Proposing to Heads to do this in mid-January and hope to do this socially distanced in person on what we are going to do together going forward. Will potentially be more around staff wellbeing and how supporting each other, together with vulnerable children support in terms of catch up.</p> <p><b>Action: KQ to come back to Trustees with collaboration plan.</b></p> <p><b>Q:</b> <i>Kenton school's priorities showed real delving deep and creativity of what doing and research done. Really well thought out document. In terms of staff and student mental health and wellbeing are there any resources bought in by the Trust in terms of counsellors or mentors for staff and students.</i></p> <p><b>KQ:</b> Heads last year fed back wanted to buy into a training programme that was bought for trust accessible to all leaders and teams to cascade down. Staff are really busy and one extra thing to do to undertake training around their own mental health and wellbeing so we are looking at more practical ways to support. Sharing ideas and bought into the national speaker heard at Devon Primary Heads Conference as heads were keen but think possibly one more thing. Staff just want a break so that is the direction taken at the moment. KQ already thinking what will happen post-Covid and that may be the space where those wellbeing packages come in. Noted that staff at Cockwood have specific governors they can speak to for support, KK have staff buddying system. NT recognised all the hard work staff are putting in and the strain they are under.</p>	KQ
2/7.1	<p><b>LGBs - Communications Sheets from the LGBs:</b></p> <p><b>TCS:</b> Two meetings have been held; an EGM and a Full Governors meeting. Comms sheets are on the portal. Highlight news is the introduction of new governors potentially joining the governing body. Great responses to the parent governor nominations with 9 applications received. Elections in first weeks of January with the hope for these new governors to start at end of Jan. Also looked at other potential areas such as local employers and one person has been identified there too.</p> <p><b>Trust Board approval was sought for the appointment of Polly Cox as a co-opted governor.</b> Polly's application form was available on the portal for Trustees to review. Ex student who wants to give back to the school. It was noted that Polly's father is Martyn Cox who is a Member. That declaration of interest will be recorded by the LGB on their register of interests, and also on the Members' register of interest.</p> <p>NT proposed approval of the TCS LGB recommendation for Polly Cox to join TCS LGB as co-opted governor. PH seconded.</p>	

Item	Content	Action
	<p>Vote: For: 9 Against: 0 Abstained: 0 Unanimously <b>APPROVED</b>. Noted that a member of staff from ML is heading to secondment in another school within the Trust to help but will remain as staff governor at TCS. EGM meeting held needs some ratification. <b>Sabbatical request:</b> One governor responsible for safeguarding requested a sabbatical until LGB on 28 January. Has been agreed at LGB level. Needs ratification from Board. As that person is the governor responsible for safeguarding, <b>a request has been received that safeguarding at TCS ER and ML be taken on by the Trustees</b> which has already been discussed. As KQ mentioned earlier a safeguarding committee is to be set up in January 2021 and JJ has been approached with this in mind. NT proposed both requests, PH seconded, For: 9 Against: 0 Abstained: 0 <b>APPROVED</b> <b>Ratification of the appointment of MY as SEND Governor</b> – KY abstained from this vote due to conflict of interest. Vote: For: 8 Against: 0 Abstained: 1 <b>APPROVED</b> <b>Action: GW to add to comms sheets back to LGBs.</b></p> <p><b>Cockwood:</b> No LGB in this period – next one in January.</p> <p><b>Kenn and Kenton:</b> JN and KQ attended KK LGB. As Chair of Governors, NT invited JC to comment on KK comms. Question for Trust board around admissions policy for the pre-school and whether on oversubscription criteria can be further up the list. <b>Action: KQ to come back on this as seeking guidance.</b></p> <p>Children at Kenton pre-school still have to go through admissions process. JC informed Trustees that Kenn and Kenton no longer have a safeguarding governor, with this person and the SEND Governor resigning in quick succession and that the LGB is short on governors which is a concern. NT stated that once the TCS parent governor election has taken place, any nominees not elected will be approached to see if they are interested in their details being retained on file, or other opportunities at other Trust schools. KQ confirmed that GW spoke to the Executive Head of Kenn and Kenton and is using Governors for Schools that had good response for TCS, and also GW and KQ have phone conversation booked with Academy Ambassadors on 14 January for Trustees and also local governors. <b>Action: NT to speak to chair of LGB at TCS about approaching these nominees before the end of the election.</b></p>	<p><b>GW</b></p> <p><b>KQ</b></p> <p><b>NT</b></p>
2/8.1-4	<p><b>Policies and Procedures:</b> 4 policies have been reviewed this time. PH reassured everyone it is a very slick process, but deep. KY and PH can challenge through the discussion and feel what is on the portal is what was discussed and agreed, particularly very evident looking at new Trust policy for health, safety and wellbeing. Feel very positive the process is assured. KY agreed. NT thanked them both for</p>	

Item	Content	Action
	<p>reviewing these policies. NT proposed the following policies were unanimously approved.</p> <ul style="list-style-type: none"> <li>• Health, Safety and Wellbeing</li> <li>• Governors' and Trustees' Expenses</li> <li>• Charges and Remissions</li> <li>• Gifts and Hospitality Register</li> </ul> <p><b>Action: GW to ensure these policies are uploaded to the Trust website.</b></p>	<p><b>GW</b></p>
2/9.1	<p><b>Governance Review – the next steps:</b> NT stated this was instigated at the end of May looking at governance review for the Board of Directors and LGBs and selected TCS as the LGB that would be reviewed on this occasion. Report completed by Sally Timmins of Bishop Fleming and a draft version sent to KQ and NT to review. NT commented the report is very fair and identifies a number of things already identified by Trustees. KQ and ST attended an online meeting with Sally Timmins yesterday which unfortunately NT couldn't attend but will catch up on. KQ confirmed the meeting with Sally was just around the accuracy of the report as will be shared with Trustees and LGBs. This came out of number of things, one was an ESFA issue and other around governance particularly at TCS. ESFA and the accountants will require a copy of the report. The meeting yesterday was not to change flavour of document, just for accuracy. KQ reflected on how far we have come in a short space of time. There is still a journey, but now jobs can be done without being stifled which will cause us to constantly be improving. It is hoped a deep dive such as this will not be required again for those reasons but incredible things have been achieved this term and the Board of Trustees and Executive Team are functioning much better. KQ would like to circulate this report with an action plan to show a lot of what has already been done, which will be the action plan for the next two terms. NT thanked the Trustees that took part in the review.</p> <p><b>Action: KQ to put final report and action plan on the portal. To be included in agenda for EGM meeting on 12 January as a result of the report and where we go to move forward.</b></p>	<p><b>KQ/NT/GW</b></p>
	<p>NT thanked everyone for all the support they have given him as Chair over the last year. Particularly KQ, JN, SD and GW and Trust team for all assistance given. We have a good team and can go into the Christmas break knowing things are moving in the right direction. NT wished everyone a lovely Christmas.</p> <p>Meeting closed at 11.26 am.</p>	