

**MINUTES OF A MEETING OF THE TRUSTEES OF THE YES TRUST HELD ON
2nd JULY 2019 AT 4.00PM**

Governors Present: Stephen Armstrong (SA)
Tony Smith (TS)
Emma Colley (EC)
Rob Halsall (RH)
Tim Haselwood (TH)
Ruth Roberts (RR)
Martin Howlett (MH)

Also in attendance: Claire Leslie Clerk to the Governors
Chris Heptinsall (CH) Director of Business
Lee Cambray (LC) Headteacher The Fermain
Damien Sweeney (DS) Headteacher Cornerstone
Jane Moore (JM) Observer

PART ONE – NON-CONFIDENTIAL BUSINESS

| | | Actions |
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| 1 | <p>APOLOGIES & ADDITIONAL AOB ITEMS</p> <p>1.1 Apologies for absence were received from Nic Brindle and were accepted by the governors. Nic was congratulated on the recent birth of his son.</p> <p>1.2 As an item of any other business governors TH wanted to refer governors to the provisions of the Academies Financial Handbook 2019 which has just been released by Education and Skills funding agency (ESFA).</p> | |
| 2 | <p>CONFLICT OF INTEREST</p> <p>TS is a member of the CE Schools Forum, Chair of the Board of Trustees of the Yes Academy Trust and interim CEO of The Collaborative Educational Trust of Wilmslow (TCET). TH is Business Manager at Tytherington School. RR is a Senior Teacher at the King's School Macclesfield. There was no expected conflict at today's meeting.</p> | |
| 3. | <p>ELECTION OF CHAIR</p> | |

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| | <p>Governors agreed that the term of office for the Chair of Governors would be 1 year and until the summer term 2020 Trustees meeting.</p> <p>The following nomination had been received by the Clerk: Tony Smith.</p> <p>TS accepted the nomination and was duly appointed as Chair of Governors until the summer term 2020 Trustees meeting.</p> | |
| <p>4.</p> | <p>ELECTION OF VICE CHAIR</p> <p>Governors agreed that the term of office for the Vice Chair of Governors would be 1 year and until the summer term 20120 Trustees meeting.</p> <p>The following nomination was received at the meeting: Martin Howlett.</p> <p>MH accepted the nomination and was duly appointed as Vice Chair of Governors until the summer term 2020 Trustees meeting.</p> | |
| <p>5.</p> | <p>MEMBERSHIP</p> <p>There were some complexities around this meeting.</p> <p>The Fermain Academy (FA) had been operating as a single academy trust (SAT) under the Yes Trust. It was planned that the Yes Trust should become a multi academy trust (MAT) to include Axis (and potentially Cornerstone should the decision be taken that it should become a free standing school).</p> <p>Final approval for the MAT was still awaited from the Regional School's Commissioner (RSC) but no issues were expected. Once that approval had been obtained it was planned that the Members would confirm the new structure by special resolution. The approval from the RSC was expected imminently.</p> <p>It was envisaged that once the MAT structure was in place both RR and SA would formally resign as trustees of the Yes Trust and would become governors at local level for FA.</p> <p>5.1 Prospective new governor</p> <p>Jane Moore (JM) had similarly expressed interest in a role at local level. She could not formally be appointed until all the new structure was confirmed. She was asked however to introduce herself.</p> <p>JM lived in Macclesfield, she had worked for Tesco for over 25 years, she had a daughter who had struggled with dyslexia at school and therefore had some experience of special educational needs. Her daughter had undertaken an apprenticeship at Tesco and was now a manager. JM had experience of HR and of conducting interviews and commenting on CVs. She also enjoyed cooking and was a trained chef. She was hoping to have a "hands on" role at FA supporting the pupils.</p> | |

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| <p>JM was asked to leave the room while trustees discussed her suitability for a role.</p> <p>Trustees felt that JM was ideal for the role and that she would also be a great asset at Trust level.</p> <p>JM was asked to rejoin the meeting, was advised that governors would wish to appoint her as soon as possible. She was invited to remain and reminded that she was welcome to contribute and to speak but that she would be unable to vote.</p> <p>5.2 Resignation of Jo Burrows</p> <p>This was noted. Her resignation had been notified to Companies House.</p> <p>5.3 Terms of office due to expire</p> <p>Emma Colley, Stephen Armstrong and Martin Howlett's terms of office were due to expire on 31st August 2019.</p> <p>Trustees noted that following her appointment as Headteacher designate for Axis EC would not remain as a staff governor of the Yes Trust. Trustees expressed their delight at her appointment and heartily congratulated her. It was noted that she would attend board meetings as Headteacher of Axis.</p> <p>SA and MH agreed to stand for another term of office. This was approved.</p> <p>5.4 Succession Planning and Recruitment</p> <p>It was noted that there was an ongoing need to recruit governors and trustees.</p> <p>Useful skills to complement the existing trustees would be in HR and legal. Links with the local community and the wider Cheshire East community would also be welcome.</p> <p>Action: SA agreed to look again at the skills matrix and to update it.</p> <p>5.5 Governors information on Get Information about Schools (GIAS)</p> <p>Governors noted and approved the holding of their information in respect of the GIAS site.</p> <p>5.6 DBS clearance</p> <p>It was confirmed that all governors have DBS clearance. Trustees will consider in future how often DBS clearance should be repeated.</p> | <p>SA</p> |
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| | Action: CH to obtain clearance for JM | CH |
| 6 | <p>PART ONE MINUTES AND MATTERS ARISING</p> <p>4.1 The part one minutes of the spring term Full Governing Board meeting on 26 March 2019 were agreed as an accurate record, signed by the Chair and retained by the clerk.</p> <p>4.2 The action log was reviewed and the following matters arising addressed from the Part One minutes. These will not be covered elsewhere in the agenda:</p> <ul style="list-style-type: none"> • c/f TH was prepared to leave open his offer of one to one support sessions on the use of the GVO if required. This training was available to new or existing governors finding the platform difficult. Governors wishing to take up the offer should contact TH directly. • c/f The need to recruit more governors was ongoing and important in the light of the additional needs of the Yes Trust. • c/f RH had produced notes of what would be most useful for a new governor induction. These needed to be reviewed by SA and would be forwarded to both the clerk and SA. • c/f SA would rework the Governors skills audit. It was clear that there were some knowledge areas which were well covered by governors but that there were some areas of weakness. • c/f The clerk to look at the governors handbook and produce a draft for approval. • c/f Governors who completed Educare training on Child Protection more than two years ago to refresh. LC would provide a short Safeguarding tutorial before the autumn 2019 FGB meeting. • c/f Mark Robinson and / or Jane Archer to provide to update governors on the induction programme at the next trustee meeting. • c/f Governors to ensure that they check GVO notifications and note on the system when they have read and approved policies.. | |
| 7 | <p>CHAIR'S ACTION</p> <p>No Chair's actions had been taken.</p> | |
| 8 | <p>REPORTS FROM COMMITTEES</p> <p>8.1 Standards Committee met on 18th June 2019</p> | |

The committee had looked at data regarding attendance and progress. There were difficulties in correlating the performance of students across different data points (for example attendance and attainment). It was also impossible from data sheets to understand the background to students' progress. It was agreed that governors would ask the school to provide a case study in respect of 3/4 students in respect of each review of progress to gain that contextualised information. Generally progress remained good although there had been a number of challenges. SA was pleased to note that in 2019/20 FA would not be taking as many students into Year 11.

8.2 Resources Committee met on 11th June 2019.

The committee had approved the draft budget to come to this meeting. It has also approved an additional spend of around £23,000 in respect of recreation facilities at The Fermain Academy. This had reduced the carry forward to around £60,000 which was still twice the budgeted surplus.

8.3 Other reports

There were no other reports or recommendations to be received.

8.4 Link governor reports

RR had visited to look at special educational needs (SEN) provision. She had met with EC. RR had been really impressed by the care offered to students and struck by the number of children entering the school without any diagnosis of SEN who were diagnosed on entry. It was a huge credit to the care and attention shown by the school.

EC and RR had agreed that it would be very useful to have a trained counsellor at the school.

LC noted that he and DS had met with Lisa Cordon-Drury from Vision. LC was keen to involve Vision (as an outside agency) in providing support to the children in the school around mental health support. LC and DS had proposed that Vision might consider providing free (or heavily discounted) services to the school on the basis that it could become a flagship to demonstrate the efficacy of the intervention offered. Such services could be for staff as well as students.

It was also possible that Axis would be able to provide some counselling support for other Trust schools. As an SEN school Axis would have higher funding levels.

MH also suggested that donations to support this might be available

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| <p>through small groups or from high net worth individuals.</p> <p>Action: MH to consider further and to make recommendations.</p> <p>8.5 Scheme of Delegation This had been shared with Trustees and was clear. Trustees were happy with the proposals. The document had passed scrutiny by the RSC and was a legal document.</p> <p>8.6 Approval of the new structure This would be managed by the members once the RSC approval for the MAT had been gained.</p> <p>8.7 Staffing Structure LC confirmed that following EC's promotion there would be a need to recruit a deputy or assistant head at FA. An advertisement would be placed in autumn 2019.</p> <p>A new lead for English had been identified from the existing staff and this person would train to become SENCO.</p> <p>The school would be recruiting for a new ICT teacher. It was possible that a new teaching assistant would be needed.</p> <p>8.8 Curriculum</p> <p>It would be essential to recruit an ICT teacher as this was fundamental to the curriculum.</p> <p>The school was planning to introduce geography. Currently history was offered but it is a challenging GCSE course best taught over three years. The current humanities teacher is a history specialist but detailed planning has gone into the geography curriculum. Pupils with a particular interest in history would be able to continue their studies in it. The offering of geography meant that two humanities subjects would be available.</p> <p>Work and employability sessions would be offered by the hair and beauty teacher who would be employed for four days a week. She was a talented teacher and a significant asset to the team.</p> <p>It was noted that a potential new income stream had been identified which might allow Cornerstone to recruit more staff. Currently when a child was awarded an Education and Health Care Plan (EHCP) the funding for it was held until the child started back in a permanent provision. The plan was</p> | <p>MH</p> |
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| | <p>that the funding might be paid to Cornerstone as soon as the EHCP was approved. It was noted that confirmation on this was awaited and it was not in the budget.</p> | |
| <p>9</p> | <p>FINANCIAL MANAGEMENT</p> <p>CH spoke to the accounts circulated in advance of the meeting.</p> <p>CH presented the Trust budget for the next three years. The budget needed to be approved as it had to be uploaded to the ESFA by 31st July 2019.</p> <p>CH explained that the revenue streams were:</p> <ul style="list-style-type: none"> • the General Annual Grant (GAG) funding; • Top up local authority funding • “other funding” for FA related largely to lettings and the teacher pension and pay grants. • “other funding” for Cornerstone including £5,000 paid in respect of consultancy work undertaken by DS. <p>In respect of Axis a pre-opening grant had been received and £17,500 represented funding for a pastoral position to start from September 2019.</p> <p>On staffing, the assumption was that all staff would receive increments in line with the pay policy.</p> <p>Cornerstone and Axis have been charged for the cost of the Congleton office.</p> <p>The figures would need to be updated when the third Cornerstone site opened.</p> <p>The non-educational costs in the trust column included payroll, audit, human resources, legal and IT services. CH proposed that in the event that additional funding were received there should be a further “top slice”.</p> <p>Axis was planned to have 24 places in Year 1, 32 places in Year 2 and to be at full capacity in Year 3.</p> <p>Q: FA surplus was shown as reducing annually. Was it envisaged that as the trust surplus increased FA might receive investment from the trust.</p> <p>A: Yes potentially.</p> <p>The accounts were approved.</p> <p>The management accounts were available to the end of period 9. They had been reviewed at Resources and Assets committee. FA would be</p> | |

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| | <p>carrying forward around £66,000 and the Cornerstone would carry forward £30,000. This was very good for the size of Cornerstone. The bank balance was very healthy at the end of May in the sum of around £423,000. This was high because of the receipt of the pre start grant for axis and also because some Cornerstone funding was received in advance. In addition FA invoiced termly in advance for placements.</p> <p>Governors thanked CH for careful accounting and approved the budgets.</p> | |
| <p>10</p> | <p>PART ONE HEADTEACHERS' REPORTS AND MATTERS ARISING</p> <p>Governors asked that in the future the Headteachers' reports should be placed on the GVO a week in advance of meetings to allow them to post any questions which arose.</p> <p>10.1 Headteacher of FA report</p> <p>LC was asked to give headline comments on the report.</p> <ul style="list-style-type: none"> • Behaviour and welfare were outstanding. • The school was full for the forthcoming 2019/20 academic year and the school received daily requests to take additional pupils. • The staff had performed extremely well during a demanding year and had provided an outstanding atmosphere for learning for challenging students. • Staff had run extra revision sessions. • Students had attended GCSE examinations with the exception of two students, who were each late for one examination. The examination board had refused to accept their papers. • Inductions were taking place every day between now and the final week of term with a new starter each day. <p>The process for referral to FA had been changed. All local authority referrals now went through a panel with someone from the local authority, the Head of the local Pupil Referral Unit and LC. This was allowing FA to be sure that pupils selected would derive the most benefit from the education on offer at FA.</p> <p>10.2 Headteacher of Cornerstone Report</p> <p>DS spoke to the report which had been circulated by the GVO in advance of the meeting.</p> <p>DS had been set a target to see 20 children through the "revolving door" of the provision during the first year. In the 7 months since the provision started to work with FA 18 children had already progressed through.</p> <p>Since January 2019 there had not been a permanent exclusion in the Cheshire East area at primary level. The Cornerstone had been able to ensure that between 4-6 children avoided a permanent exclusion. Children who entered on assessment places were generally at serious risk of</p> | |

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| | <p>permanent exclusion.</p> <p>The staff had been amazing and very resilient in difficult situations. The success of the provision to date was a testament to the outstanding staff.</p> <p>Children were already being lined up for the second provision. This was due to start at the Haslington site in September. Final confirmation of the lease was anticipated. The teachers had been recruited.</p> <p>There were 2 learning mentors at Congleton, one would be moving to Haslington and 2 more would be appointed.</p> | |
| 11 | <p>FINANCIAL MATTERS</p> <p>The 2017/18 audited financial statements were on the school website. The auditors letter had been submitted by 31st December 2018. The 2017/18 accounts were submitted by 19th January 2019. The academy trust's budget forecast return overrun (BFRO) had been submitted.</p> <p>No application had been made to the Condition improvement fund. The preparation of the annual report and financial statements to 31st August would be finalised over the summer.</p> <p>.</p> | |
| 12 | <p>CONTRACTS</p> <p>There were no contracts to be discussed.</p> | |
| 13 | <p>CEO PERFORMANCE MANAGEMENT REVIEW</p> <p>The Performance Management Review had been due to be conducted on 2nd July 2019 but had been delayed as a result of the birth of the CEO's son. It would be finalised in September. LC would be involved as some targets would pass to him.</p> <p>At the half year review the CEO had already fully met some of the full year targets. A further report would be provided at the Autumn FGB meeting. Jane Lowe would be formally appointed to support.</p> | |
| 14 | <p>DIRECTOR'S REPORT</p> <p>There was nothing new to cover which had not already been reported to meetings.</p> | |
| 15 | <p>GOVERNOR MONITORING, DEVELOPMENT AND TRAINING</p> <p>SA was the link governor for training. It was agreed that this would be revisited at the next meeting.</p> | |

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| 16 | <p>SCHOOL POLICIES</p> <p>The following policies had been placed on the GVO for governors perusal and approval: Safeguarding – this was a new policy for all Trust schools Pay Policy – for the Trust Health and Safety – there would be an overarching policy at Trust level and then different risk assessments at school level to reflect different challenges. For example a school fire risk assessment would set out details of how often fire practices should occur.</p> <p>SA noted that there were some gaps in the draft Safeguarding Policy. He felt that there should be reference to governor training and to visitors. It was noted that the role of governors in relation to any safeguarding complaints about the CEO or a headteacher were covered in the Disciplinary Procedure.</p> <p>Governors noted that there had been some concerns about policies and renewal and approval dates. The process of moving from the SAT to MAT meant that a number of policies had needed to be readdressed and there would be a robust procedure for approving all policies in a timely manner going forward.</p> <p>Policies for review would be on the GVO. Governors were asked to look, read them and confirm agreement or make comments. It was agreed that they would be available two weeks in advance of any meetings.</p> <p>Action: All governors to review policies for this meeting by 15th July. Subject to any concerns the policies would then be approved through the GVO.</p> | All governors |
| 17 | <p>PLANNED RESIDENTIAL VISITS</p> <p>The planned residential visit to Winkle to a cottage run by a local charity, Back Dane Trust was about to be repeated, all students were invited. There was the opportunity to stay overnight and if they chose not to do this then arrangements would be made for them to go home overnight. It was expected that around 20 students would attend. This was a pleasing number. No charges were made to any students in respect of the experience.</p> <p>An overseas trip was in the course of planning.</p> | |
| 18 | <p>TERM DATES</p> <p>These had already been set and approved.</p> | |
| 19 | <p>MEETINGS</p> | |

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| | <p>The clerk had already placed a draft calendar for the forthcoming academic year on the GVO.</p> <p>It was intended that the Trustees of the Yes Trust would hold the following committee meetings:</p> <p>Finance and Assets Education Standards Strategy</p> <p>These meetings would be clerked. Meetings of the Local Governing Boards of the schools would not be clerked.</p> <p>The meetings planned by Nic Brindle for the Local Governing Boards had been previously shared with governors. They appeared in the Minutes of the Full Governing Board meeting of 26th March 2019 and were as follows:</p> <p>Welfare, Ethos and Behaviour Learning outcomes and Teaching</p> <p>It was noted that governors would need to co-ordinate the meetings to ensure that reports from the local governing boards were available to the full governing board.</p> <p>The clerk noted that if necessary she could provide training for the local governing boards in minute taking.</p> <p>Action: Clerk to recirculate the draft calendar. Governors to confirm their availability for proposed dates by end July 2019. Clerk to then finalise calendar.</p> | Clerk |
| 20 | <p>ANY OTHER BUSINESS</p> <p>TH noted that the latest edition of the Academies Financial handbook had now been released. It was available on the Education and Skills Funding Agency website https://www.gov.uk/government/publications/academies-financial-handbook.</p> <p>There was a helpful list of changes from the 2018-19 content. TH wanted to draw the following to governors' attention.</p> <ul style="list-style-type: none"> The monthly management accounts must be shared with the Chair of Trustees. The oversight and scrutiny could be delegated and there was no statement on the form "sharing" should take. It was agreed that the accounts would be placed on the GVO and that TS would make a note to confirm that he had seen the accounts. TH and CH would continue to meet to go through the accounts on a monthly basis. | |

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| | <ul style="list-style-type: none"> • There must be a risk register and whistle blowing policy. | |
| 21 | <p>IMPACT STATEMENT</p> <p>Governors:</p> <ul style="list-style-type: none"> • Confirmed that necessary financial returns had been made and approved the one year and three year budgets. • Noted the financial prudence of the conservative financial planning. • Confirmed the intended appointment of Jane Moore to the local governing board of Jane Moore. Governors noted the rich experience she brought in terms of HR, her enthusiasm for the ethos of the school and willingness to support students and the curriculum. • Considered staff succession planning and appropriate support mechanisms. • Noted the increasingly robust methods of scrutiny of school standards. • Confirmed new curriculum plans. | |

The meeting ended at 6.20pm

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