



Diocese of Chelmsford Vine Schools Trust

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Registered in England No 8709542. Registered Office 53, New Street Chelmsford CM1 1AT

## TRUST BOARD MEETING MINUTES

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**DATE AND TIME:** Friday, 22<sup>nd</sup> September, 2017 at 1.00pm  
**VENUE:** Chelmsford Diocesan Offices

**MEMBERSHIP:**

JCo	Joan Costello*	Director
JCr	John Crane*	CEO
GF	Gavin Flynn+	Director
CH	Caroline Haynes*	Director, Vice-Chair
PH	Philip Howlett*	Director
BL	Bryan Lester+	Director, Company Secretary, Finance Director
DO	Doris Olulode*	Director
BP	Becky Poynter*	Director
PP	Philip Preston*	Director, Chair
TR	Tim Rose*	Director
ES	Elizabeth Snowden*	Director
TW	Terri Wood*	Director

**IN ATTENDANCE:**

	Gina Bailey*	HT, SJH
	Paul Doherty*	DfE
TE	Tim Elbourne*	Director of Education, Chelmsford Diocese
BI	Brendon Ince*	COO, Trust Finance Lead
SP	Sharon Porter*	VT Finance Manager
JW	Jackie Williams*	Academy Improvement Lead
	Jill Haines*	Clerk

\* indicates attendance      + indicates absence

**VINE TRUST SCHOOLS:**

BUL	Bulphan CE Academy
BEL	Belchamp St Paul CE Primary School
GRE	Great Clacton CE Junior School
HOW	Howbridge CE Junior School
JCO	St James CE Primary School, Colchester
LAT	Latchingdon CE Primary School
MBG	St Margaret's CE Academy, Bowers Gifford
MIS	Mistley Norman CE Primary School
RID	Ridgewell CE Primary School
ORS	Orsett CE Primary School
STO	St Osyth CE Primary School
ROL	Rolph CE Primary School
SAA	St Andrews CE Primary School
SJH	St James CE Primary School, Harlow
SMI	Southminster CE Primary School
STC	St Cedd's CE Primary School

88/17 **WELCOME AND PRAYER**

The Chair welcomed everyone, opened in prayer and introduced Paul Doherty (DfE) to the meeting.

Paul Doherty informed the Board that Tim Coulson, outgoing RSC, had encouraged **strong governance** and tasked colleagues to visit Trust Board meetings nationally with the purpose of sharing practice. The newly appointed RSC, Sue Baldwin, is also keen to continue to pursue good outcomes for MATs through the development of strong governance.

89/17 **APOLOGIES FOR ABSENCE**

Apologies were received and accepted from Gavin Flynn and Bryan Lester.

90/17 **NOTIFICATION OF ANY OTHER URGENT BUSINESS**

There was none to record.

91/17 **DECLARATION OF BUSINESS INTERESTS/CONFLICT OF PECUNIARY INTEREST**

Everyone present completed a new Annual Business Interest Form 2017/18.

Additionally, there were **verbal reminders of business/pecuniary interest in the agenda** by: PP Governance Consultant to the Diocese; ES Archdeacon of Chelmsford; RP Samuel Ward Academy Trust.

92/17 **BOARD MEMBERSHIP UPDATE**

- i. There were **no new appointments/resignations** to note.
- ii. The **term of office for the current Chair ends on 27.09.17**. Circulated with the agenda was the Vine MAT Chair role description which had been prepared using National Governors' Association guidelines and also incorporates comments offered by CDET. Colleagues are invited to declare their interest in the role in writing.
- iii. Appointment of a **Pay Committee and Pay Appeals Committee** (*see item 102/17*).

93/17 **MINUTES OF THE PREVIOUS MEETING**

The minutes of the meeting held on 14.7.17 were agreed and signed as a true record.

94/17 **PREVIOUS ACTION ITEM REVIEW**

<b>AP</b>	<b>SUMMARY OF ACTION RAISED</b>		<b>DUE</b>	<b>UPDATE</b>
<b>1.</b>	Communication with Tim Coulson, RSC, (pre-school provision)	JCr	Summer 2	<b>Permission was received</b> to open pre-schools at MIS, JCO and MBG. (APs are in place to review provision and ensure it is effective and that the rest of school remains effective).
<b>2.</b>	BEL School Hall: exploration of options	BL	Summer 2	BL sent list of options. Legal adviser recommended no action unless required.

95/17 **ANY FURTHER MATTERS ARISING**  
**SIAMS consultation**

PP reported on his response to the Second Consultation (SIAMS, 30.7.17) in his role as Governance Consultant to the Diocese. A new and revised SIAMS framework will be available within an expected timeline of completion by early 2018, two terms of training to follow and inspections to commence in Autumn 2018.

96/17 **RAG RATED STRATEGIC PLAN 2016-19**

The Strategic Plan had been circulated. The Board noted that there had been some discussion at the F&A Committee meeting about how to *effectively evaluate* the SP and how to *articulate the Vine Vision alongside the Plan*. To demonstrate effective outcomes it was suggested that the **strategic aims and purposes would benefit from being more concise for a 5 year plan**

**of vision, mission and values.** It will be necessary to clarify the vision, mission and values for the next 5 years and the route and the landscape.

❖ **Action Point 1:**

Working party to be formed to explore whether the SP is helping us to get to that vision. It was agreed that the vision must be owned by the Board and a working party will explore how to drive it forward.

97/17

**GOVERNANCE DEVELOPMENT**

- i. The **governance portfolio** continues to benefit from the specialised skills of Trustees and an updated version was circulated. Links with Chelmsford Cathedral were highlighted; specifically, in partnership with the Trust is the Vine Cathedral Day on 31.10.17.
- ii. The **draft Governance Strategic Framework** with CEO notes/comments had been circulated and will return to the next meeting for any further review.

98/17

**CEO REPORT**

The CEO's Report (Autumn 1) had been circulated and the meeting noted the following:

**RSC**

- Pippa Bull and Rob Brisco (RSC) have visited all the Vine academies with the exception of JCO, MBG and ORS; letters of findings had been received from Pippa Bull and circulated to Directors; no letter has yet been received from Rob Brisco.

**STRATEGY AND GOVERNANCE**

❖ **Action Point 2:**

The **MAT self-evaluation should be updated by all Directors** at this meeting of the new academic year.

- Options are being explored to appoint a Data Protection Officer in readiness for 2018 when **GDPR procedures** change and, with ECC, as to how to ensure compliance; training has been booked.
- The Trust had applied for emergency funding on behalf of St Edward's (VA) Church of England Secondary School and Sixth Form, Romford and, as they are searching for an academy sponsor, it will be important for the Vine to establish its own position on this matter. TE and DO are members of the School Progress Board and the Vine has been invited to explore an expression of interest supported by an early visit to the school which is challenged by demographic and reputation. The school has 998 on roll and current indicators are failing academic standards and considerable financial challenge. There was a strong discussion about a critical balance mechanism to consider sponsoring the first secondary school in the Vine family to resolve St Edward's debt whilst protecting their own primary schools.

The Board agreed that there was plenty of desire to be part of the process to see the school progress but, it is doubtful that enough money will be available.

❖ **Action Point 3:**

**It was agreed that the CEO would visit St Edward's to carry out due diligence and report back to the Board.**

- From **2018 Ofsted will be inspecting MATs** during which they will visit the Board and Executive committee. Training takes place for CEO/Directors in London on 7.12.17. The Lead Inspector should offer to meet with the CEO and Chair of Directors during the inspection and they should also be invited to observe the final team meeting. A copy of the report will be sent to the CEO and Chair of Directors.
- The independent **pre-school provider at SAA** is struggling to keep up with governance requirements and have approached the Vine for support.

❖ **Action Point 4:**

**After discussion the Board agreed, in principle, to admit the pre-school to the Vine subject to due diligence reporting.**

- **Essex HR has been commissioned to undertake a review of Support Staff roles and salaries** to ensure compliance with equal pay legislation.
- The following **change of name requests to incorporate nursery provision** have been received:
  - i. MIS: Mistley Norman Church of England Primary School **and Nursery**
  - ii. SJC: St James Church of England Primary School **and Nursery, Colchester**

**The Board discussed both requests and it was agreed that:**

- i. **MIS: decision to be delayed until the assessment period is complete.**
- ii. **SJC: agreed.**
- iii. **Any name changes must be discussed and agreed by the Board and not locally.**
- iv. **The process to strengthen governance at local level will continue and instruct Local Boards not to use their own branding.**

TE left the meeting at 2.20pm.

**ISSUES FOR THE BOARD**

There was nothing to record.

99/17

**VISITS TO SCHOOLS BY DIRECTORS**

It was reported that the S&P Committee had also discussed academy visits; members suggested that there could be a loss of clarity and duplication if discussion was held at both meetings. Essentially, it was agreed that the whole Board should decide and develop a policy for visits by Directors. Additionally, it will be necessary to establish a visit pro-forma to distinguish between the tension of schools being visited too frequently alongside the value of Directors showing an interest in their assigned schools.

❖ **Action Point 5:**

- i. **The CEO, AIL and CH will establish best policy and feedback to the Board.**
- ii. **It was agreed that no further visits will be arranged until the process is established; timeline anticipated: Autumn 2.**
- iii. **The CEO will invite academies to submit a calendar of their individual celebratory events ie Christmas Nativity, music evenings, sports events for Directors attendance.**

100/17

**COMPANY SECRETARY REPORT**

BL was absent at this meeting.

- i. Directors were informed that there has been an investigation into a fraud allegation which found no irregularities.
- ii. There is still uncertainty as to whether the Trust is still eligible to submit SIF projects as a full allocation has already been received.

❖ **Action Point 6:**

**BL to clarify and report to the Board.**

101/17

**POLICIES**

The following policies and documents were presented for approval and recommendation to schools:

- i. Pay Policy F-009 v1.1 September 2017
- ii. Performance Management Procedure HR-001 v1.1 September 2017
- iii. Capability Procedure HR-002 v1.1 September 2017
- iv. Local Governance Code of Conduct Policy
- v. Local Governance Terms of Reference
- vi. Local Governance Role
- vii. Local Governance Welcome Pack

The Vine has also circulated to local chairs a model Local Governance Agenda and Annual Planner to establish good reporting consistency across the Trust.

102/17

**TO CONSIDER ANY RECOMMENDATIONS FROM THE FINANCE & AUDIT COMMITTEE**

TR reported on the following matters from the Finance & Audit agenda which continues to be driven by vision and strategy. **Being mindful that financial management will be reviewed to ensure that it is strategically fit for purpose it will be considered essential to explore the best way to implement change. This is likely to result in some services being outsourced and will enable HTs/SLT to concentrate on teaching skills and not the complexity of financial reporting.**

The following matters were recommended to the Board:

1. Link CEO/COO with another Academy Trust.
2. Working Party to explore outsourcing of some financial/HR services.
3. To re-visit the Vine Vision to explore exactly what success *looks like* and to reflect the potential increase in pupil numbers.
4. As a result of practical money management concerns Tuck shops will be outsourced to PTAs on a conditional basis.
5. Non-compliant Health & Safety reporting has demonstrated that some additional central configuration is required and this will be scoped/undertaken by the COO/TSM during the Autumn Term; however, continued reluctance at all levels to adopt the system must be overcome and will be discussed directly by the Board to ensure that EVERY is updated as required.
6. The Management Information Systems evaluation update informed Directors that after evaluation of alternative products (Teachers2Parents, Pupil Asset and ScholarPack) Pupil Asset does provide the most attractive costing model, TCO over 3yrs+ (yr1+2 include set up fees) and value for money when compared to existing provision through Capita Sims. However, it was noted that none of the products evaluated delivered HR, personnel and contract management better than the existing functionality within Capita Sims; this does present a possible exposure and should be an ongoing area for exploration especially with GDPR compliance at stake.  
Trust wide adoption of the Pupil Asset MIS with effect from 01 Apr 2018 and, accordingly, was recommended to the Board.
7. The DfE have determined a 2% inflationary increase to Teachers Main Scale and 1% inflationary increase for all other teaching pay scales including leadership, TLRs and other allowances and, accordingly, are recommended to the Board.
8. A Pay Committee to be delegated to sit within the F&A Committee. A Pay Appeals Committee to be formed of other Directors with no previous knowledge of appeals.
9. STO: approval of a music teacher for a one year contract (£8k).
10. F-100V Financial Regulations Policy (Sep 2017) v1.9 final (approved by PP 11.9.17).

**AFTER CONSIDERATION AND DISCUSSION ALL RECOMMENDATIONS WERE APPROVED BY THE BOARD.**

103/17

**TO CONSIDER ANY RECOMMENDATIONS FROM THE STANDARDS & PERFORMANCE COMMITTEE**

CH reported that the AIL had led an informative **scrutiny of the key metric data** for the

current academic year (included in CEO Report).

The **next phase of focus will be on academies expecting Ofsted inspections.** Post Ofsted, it is anticipated that the Trust will have a process in place to follow up successes to the local community. The Trust will issue a **statement of intent to provide all academies with protocols and best endeavours to support staff throughout the complete Ofsted process.**

Directors were **delighted with the positive progress reported in the Vine RWM Summary** (July 2017) and, at some other schools, there was further evidence of improvement. On behalf of the S&P Committee it was agreed that a personalised letter and certificate should be written in recognition of the journey to success.

Focus at the next meeting will be on new schools, Directors' visits and actions required in any areas where there is no evidence of improvement. The AIL's role to provide a clear strategic plan and common formats for SEFs, Action Priority Plans and LGB timetables and reports all help to provide the Board with consistent and coherent information sharing with the purpose of providing support and challenge in appropriate measure to schools requiring improvement aiming for all schools to be good or outstanding.

Questions to LGBs in response to data outcomes had been sent to every school (Summer 2); all replies should be received in time for the next meeting alongside self evaluation of the SEF to continue the monitoring process.

The overall picture is very good and the CEO and AIL were congratulated on the recent evidence of positive improvement across the Trust.

104/17 **CHAIR'S ACTION**

- i. Agreement to proposed appointment of governors to BEL and RID
- ii. Approval of Laurie Eve and Charlotte Little to South Essex Hub
- iii. Approval of new/updated Financial Regulations v1.9 Draft

105/17 **CHAIR'S BUSINESS/CORRESPONDENCE**

The Chair will reply to correspondence received from Sue Baldwin (incoming RSC) to schedule a meeting.

106/17 **ITEMS FOR NEXT MEETING**

There was nothing to record.

107/17 **ANY OTHER URGENT BUSINESS**

There was nothing further to report.

**BOARD MEETING DATES:**

**2017/18**

<b>Autumn 2</b>	1 <sup>st</sup> December
<b>Spring 1</b>	9 <sup>th</sup> February
<b>Spring 2</b>	16 <sup>th</sup> March
<b>Summer 1</b>	11 <sup>th</sup> May
<b>Summer 2</b>	13 <sup>th</sup> July

**2018/19**

<b>Autumn 1</b>	21 <sup>st</sup> September
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**CLOSING PRAYER**

The chair closed the meeting at 3.00pm with prayer and reading from Proverbs 4 v 13 *'hold on to*

*instruction, do not let it go; guard it well, for it is your life'.*

The meeting was followed by *Tea and Cakes* with headteachers and governance chairs.

**This was Phil Preston's last meeting and John thanked Phil for his help, support and commitment to the Trust during his time as Director and chair of the Vine Trust Board.**

	<b>SUMMARY OF DECISIONS</b>
98/17	Admit SAA Pre-School subject to due diligence
98/17	Change of name requests to incorporate nursery provision

<b>ACTION POINT</b>	<b>SUMMARY OF ACTION RAISED AT THIS MEETING</b>	<b>OWNER</b>	<b>DUE</b>
<b>1</b>	Working Party to discuss SP	TR	ASAP
<b>2</b>	All Directors to complete self-evaluation forms	ALL	ASAP
<b>3</b>	Due diligence to be carried out at St Edward's, Romford	CEO	Autumn 2
<b>4</b>	Due diligence to be carried out at SAA Pre-School	CEO	Autumn 2
<b>5</b>	Set up visit pro-forma for Directors' visits Calendar of events requested from each school	CH CEO	Autumn 2
<b>6</b>	Update on current position regarding CIF bids	BL	Autumn 2