

### Meeting – Part I Minutes

Date/Time	Tuesday 11 <sup>th</sup> June 2019	Location	The Conference Room, SDCC, 6pm
<b>Attendees</b>	<b>I</b>		
Rachel Shaw	RS	Executive Principal/CEO, Acting Principal SDCC	Peter Brown PB
Chris Elliott	CE	Chair, Widecombe LGB	Graeme Cock GC Chair
Dominic Course	DC	Chair, Moretonhampstead LGB & Finance Committee	Sarah Parker- Khan SPK Vice-Chair
Andrew Faulkner	AF	Ilington LGB	

Apologies	Initial	Reason (Category of Governor)

Absent without Apology	Initials

In Attendance	Initials	(anyone who is not a governor/associate)
Rachel Hill	RH	Clerk
Antony Power	AP	Partner, Michelmores
Angela Barry	AB	Interim Executive Support
Lee Miller	LM	Interim COO (via 'phone)
Emma Fitzgerald	EF	Atrium representative (part)
Janet Brennan	JB	Atrium representative (part)
Martin Hibbs	MH	Ashburton Vice-Chair (part)
Malcolm Cowper	MC	Buckfastleigh Chair (part)
Bev Garland	BG	Buckfastleigh Vice-Chair (part)
Justin Morton	JM	SDCC Chair
Pete Bingham	PB	Ashburton Chair (part)
Ben Cartridge	BC	Widecombe Vice-Chair (part)
Dave Green	DG	Ilington Chair (part)
Dr Paul Brassley	PB	Ilington Vice-Chair (part)

Minutes to
Attendees
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No	Agenda	Led by
1	Welcome and Apologies	GC
2	Declaration of Interests	GC
3	Update on future of SDMAT	RS/GC
4	Appointment of Auditors	DC
5	Ratification of Interim Executive support/CEO and Chief Operations Officer	GC
6	Ratify comms. From Ollie Lane	RS
7	Board Report from Interim COO to include Risk Register	DC/LM

8	CEO Report – outcomes of restructuring process	RS
9	Ratify settlement agreements	RS
10	Ratify Policies: Health & Safety (PB), Charging & Remissions (DC), Governor Monitoring (CE)	All
11	Minutes from last meeting 01/04/19	GC
12	Date of next meeting	GC

Agenda Number	Details of discussion	Decision or Action
1	<p><b>Welcome &amp; Apologies</b></p> <p>GC welcomed all to the meeting. There were no apologies.</p>	
2	<p><b>Declaration of Interests</b></p> <p>There were none.</p>	
5	<p><b>Ratification of Interim Executive support/CEO and Chief Operations Officer</b></p> <p>Brief introductions to Angela Barry (AB) and Lee Miller (LM) were spoken through Antony Power, Partner at Michelmores Solicitors, Both AB and LM come highly recommended and with the weight of prior expertise. All safeguarding elements are in place. The posts will be funded through emergency funding from the Regional Schools Commission (RSC). A bid to Lord Agnew will be made for the Interim Executive/CEO support. GC made a declaration of interest on behalf of LM. LM is currently employed by a Trust that has expressed an interest in SDMAT. GC recommended that Angela Barry and Lee Miller were appointed as Interim Executive support/CEO and Chief Operations Officer respectively.</p> <p><b>Action:</b> Directors formally ratified the appointment of Angela Barry as Interim Executive Support from 11/06/2019 and as Interim CEO from 01/09/2019 and Lee Miller as Interim Chief Operations Officer from 11/06/2019.</p>	<p><b>Directors formally ratified the appointment of Angela Barry as Interim Executive Support from 11/06/2019 and as Interim CEO from 01/09/2019 and Lee Miller as Interim Chief Operations Officer from 11/06/2019.</b></p>
3	<p><b>Update on future of SDMAT</b></p> <p>GC welcomed the Chairs and Vice-Chairs of LGBs who were attending this agenda item. GC reminded all those present about the need for confidentiality around this matter.</p> <p><b>The meeting moved to Part II minutes</b></p> <p><b>The meeting returned to Part I minutes</b></p> <p><b>Agreed:</b> that comms regarding the future of the Trust is sent to Governors as well as staff and parents. If a further Chairs' meeting is required then all relevant governors will be called to meet again.</p> <p>LM spoke to those present. LM reiterated that the decision about the future of SDMAT is outside the remit of those present. However, it would not be unreasonable to advise the RSC how they wanted to be informed and communicated with.</p> <p><b>Point of action:</b> That the Academy works with Michelmores to draft a letter to share with the RSC around future communication.</p> <p>SPK left the meeting at 19.19</p> <p>GC gave reassurance that the Academy was trying to make the right decisions, give the right information and take right direction of travel.</p>	<p><b>Agreed: that comms regarding the future of the Trust is sent to Governors as well as staff and parents. If a further Chairs' meeting is required then all will be called in again.</b></p> <p><b>Point of action: That the Academy works with Michelmores to draft a letter to share with the RSC around future communication.</b></p>

	All Chairs and Vice-Chairs left the meeting at this point of the meeting (19.30) other than JM.	
4	<p><b>Appointment of Auditors</b></p> <p>DC updated those present. The previous auditors, Sharon Austin, Francis Clarke, had been un-appointed by ESW. The ESFA have now asked who will be running the audit. Francis Clarke have asked if they may be considered again. LM has had a pre-meeting with their representatives. A letter of engagement has been sent. This letter formed part of the appendices to this agenda. The Board ratified the letter of engagement to Francis Clarke and for Francis Clarke to be the auditors for SDMAT.</p> <p>DC added that the other item to be discussed was the internal audit. LM's advice was to postpone making a decision on this matter until a long term decision about the Trust was made. The Board <b>agreed</b> to defer appointing an internal auditor until the future of the Trust had been decided.</p> <p><b>The meeting moved to Part II minutes</b></p> <p><b>The meeting returned to Part I minutes</b></p>	<p><b>The Board ratified the letter of engagement to Francis Clarke and for Francis Clarke to be the auditors for SDMAT.</b></p> <p><b>The Board agreed to postpone making a decision as to who would be the internal auditor until a long term decision about the Trust had been made.</b></p>
7	<p><b>Board Report from Interim COO</b></p> <p><b>The meeting moved to Part II minutes</b></p> <p><b>The meeting returned to Part I minutes</b></p> <p><u>IT procurement</u></p> <p>The IT department has identified concerns around PCs which are not configured adequately. This leaves IT equipment subject to risk of virus and unsupported. The IT department has produced a procurement summary. LM advised that there are risks associated if a decision was not made. Alternatives were discussed.</p> <p><b>Action.</b> The IT procurement summary was approved by Directors. LM will implement.</p> <p><u>Risk Register</u></p> <p><b>Action:</b> Clerk to circulate SDMAT High Level Risk Register to all Directors. AB recommended keeping this risk register separate from the larger risk register held by DC.</p>	<p><b>The IT procurement summary was approved by Directors. LM will implement.</b></p> <p><b>Clerk to circulate SDMAT High Level Risk Register to all Directors.</b></p>
6	<p><b>Ratify comms. from Oliver Lane, PLMR Ltd.</b></p> <p><b>Action:</b> RS to email Oliver Lane about the letter to Governors as discussed under item 1 above.</p> <p>Directors were asked if they approved of the draft letter from Oliver Lane to parents advising of developments within the Trust and with ESW. This letter had been emailed to Board members prior to the meeting for consideration. DC questioned whether the language used in the letter was satisfactory as it seemed too long, largely irrelevant to parents' concerns and overly corporate.</p>	<p><b>RS to email Oliver Lane about the letter to Governors as discussed under item 1 above.</b></p> <p><b>Directors agreed to ratify the comms. from Oliver Lane advising of developments</b></p>

	Directors <b>agreed</b> to ratify the comms. from Oliver Lane.	<b>within the Trust and with ESW.</b>
9	<b>Ratify Settlement Agreements</b>  <b>Agreed</b> that settlement agreements should not be in the Board forum.	<b>Agreed that settlement agreements should not be in the Board forum.</b>
8	<b>CEO Report – outcomes of restructuring process</b>  The CEO's report had been circulated to the Board prior to the meeting.  <b>The meeting moved to Part II minutes</b>  <b>The meeting returned to Part I minutes</b>	
10	<b>Ratify Policies: Health &amp; Safety, Charging &amp; Remissions, Governor Monitoring</b>  <u>Charging &amp; Remissions Policy</u> It was noted that the school hours for Atrium would need to be amended. <u>Health &amp; Safety Policy</u> PB noted that not all actions within the policy are being completed due to capacity. Clerk to email Chairs and cc Head to request a list of governor roles for each LGB. <u>Governor Monitoring Policy</u> Subject to a grammatical change this policy was deemed satisfactory.  Subject to the above amendments the Charging and Remissions, Health & Safety and Governor Monitoring policies were <b>ratified</b> .	<b>Subject to noted amendments the Charging &amp; Remissions, Health &amp; Safety and Governor Monitoring policies were ratified.</b>
11	<b>Minutes of last meeting</b>  The minutes of the 01/04/19 meeting will be agreed at the next Directors' meeting.  <u>Other business</u> Clerk to forward 2019/2020 meeting dates list to Chairs. Oliver Lane to work on wording for backpay letters.	<b>Clerk to forward 2019/2020 meeting dates to Chairs. Oliver Lane to work on wording for backpay letters.</b>

The meeting closed at: 21.04

Date/Time of next meeting	Thursday 18 <sup>th</sup> July, 6pm	Location	The Boardroom, SDCC
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