

**Minutes of CAST Board meeting held on Friday 29th March 2019
at St Boniface House, Ashburton from 10.30am**

Attendees:	John Burnett (JB)	-	Foundation Director (Chair)
	Andy Nicholls (AN)	-	Foundation Director
	Maria Edwards (ME)	-	Foundation Director
	Terry Stockley (TS)	-	Foundation Director
	Deacon Richard Edwards (RE)	-	Foundation Director
	Dan Rogerson (DR)	-	Academy Director
	Graham Briscoe (GB)	-	Co-opted Director
	Ann Harris (AH)	-	Co-opted Director
In Attendance:	Karen Cook (KC)	-	CFOO
	Louise Adams (LA)	-	Director of Ed&S
	Helen Laird (HL)	-	Clerk

1. Welcome and Opening Prayer

JB noted the Boards sorrow at hearing the new that RF's mother is very unwell. RF and his family were in the thoughts and prayers of all.

JB welcomed Deacon Richard Edwards who has joined the Board.

Opening prayer by RE.

RE formally introduced himself and gave some background on the experience he brings to the Board.

The Board noted their thanks to Father Mark O'Keeffe who has now departed from the Board.

2. Apologies and Confirmation of Quorum

Apologies received from SA, JV, RF, AM, KG, LS

Quorum met.

Following some questions over what the quorum is for these meetings HL confirmed this *shall be any two-thirds (rounded up to a whole number) of the persons who are at the time Directors present at the meeting and entitled to vote on those respective matters* (as stated in article 119 of the current Articles of Association). This means that the current quorum number is 8.

3. Declaration of Interest

Directors were asked to complete the Declaration of Interest and Attendance Register.

GB advised those present that he has been appointed to the board of a failing academy at request of the RSC.

4. Minutes of previous meeting of 25th January 2019

- 4.1 Minutes approved as an accurate record.
Agreed to be accurate and JB signed.

- 4.2 Action Summary

Decision/Action

Approved

- AH advised the action for her to establish the Education and Standards Committee has not been added to the summary. HL corrected this. AH advised this action has been completed.
- GB raised the issue of papers being circulated to the Board through personal emails. HL explained that emails sent between CAST email addresses would be encrypted and therefore more secure. There was some discussion on the implications of having additional email addresses to deal with and some Directors were not happy to follow this path. GDPR implications were also discussed and HL reminded of the personal liability to ensure data is secure.
- HL advised she has asked for CAST email addresses to be re-set for all those Directors not currently using one.
- KC and HL to bring the protocols for email circulation and storage of information to the June meeting.

Action – KC/HL to produce protocols for receipt and storage of documents shared with Directors

5. Chair's Business (Verbal)

JB advised that the FNTI has been lifted and passed his congratulations to KC, RF and the team for all the hard work that has brought the Trust to this point.

JB also passed thanks to AN who, as chair of the Finance Committee, has overseen this area.

JB talked of his meeting with RF and AN to review objectives and progress. TS clarified that objectives are on target and there are no concerns with an area.

JB expressed thanks to LA and the ESM team for the progress in many of the schools.

JB thanked ME for joining the Remuneration Committee bringing a wealth of experience with her to support the members already in place.

JB advised he will be meeting with the Bishop shortly to review the lessons learned from the recent tribunal proceedings. The Board discussed the current position with a final settlement.

AH advised that the ToR for the Education and Standards Committee have been circulated and that an initial meeting has been arranged.

JB spoke of the letter received from Lisa Mannell, RSC, and referred to the need to ensure the Senior Team have a good work/life balance.

KC confirmed the RSC would like oversight of the Trust until the secondary issues are resolved.

GB asked about the need to have a Governance Review as stated in the letter. KC responded that this needs to be a standard review, commissioned through an external agency. TS noted the

need for pace in this area in order to ensure the Board are prepared for the big challenges still to be faced.

6. Executive Update

6.1 CEO Report (Including New Articles)

The Board received the report prior to the meeting and discussed the salient points as follows;

- KC noted the Board will need to discuss the model articles and RF has suggested a T&F group to look at this. JB asked for volunteers to be part of this process. KC provided some background to the discussions on Articles for those who are newer to the Board. KC updated on the on-going work with regards to the issues with one of the schools who have special circumstances under the Articles and Scheme of Delegation.
- The board felt there is the need to resolve issue with this school and then come back to the Articles and a Task & Finish group. JB asked KC to make arrangements for a meeting between himself, the lawyers and KC and RF.
- The Board discussed the need to conduct a Governance Review. AH noted the need to ensure the current plans are fully in place before the review is conducted. All were in agreement with this.
- Plans agreed as:
 - Re-establishment of the Finance (Resources) Committee
 - Creation of the Education and Standards committee
 - Reduction of Board meetings to 6 per year
- KC advised an Executive Headteacher has been recruited for Falmouth and Penzance. This has raised some concerns from Governors and Parents of the schools.
- AN noted the need for clarity of responsibility between the CEO and DSC roles. This needs to be a clear action for RF to review.

Action – KC to arrange a meeting with the Trusts legal team to resolve the ongoing issue

Decision – committees to be re-established and full Board meetings to reduce to 6 per year

Action – RF to ensure there is clarity between the roles of the CEO and DSC

7. Strategic Plan

7.1

- KC noted the points from LA regarding the 80% targets in priority 2 which cannot be met.
- Some issues were raised by Directors prior to the meeting which have been taken by the SEL to review.
- The Board discussed the “aspirational list” and queried whether this is a strategic plan. AN noted it is good enough for now to get going but will need further review.
- AH talked of the issue with no real strategy for finance and increasing pupil numbers and noted this is the Board’s responsibility.
- AH suggested there should be a group of Board members who come together to put this plan together and it is then the responsibility of the SEL to make it happen. KC responded that this had already taken place with the Task & Finish group who had been responsible for pulling this plan together and questioned why there was now discussion from those involved who do not feel the plan can be approved.

- The Board discussed in depth what is expected to be in a Strategic Plan and where the focus should be.
- AH raised concerns that some staff have been out of schools for 6 days for Formation training and queried if this has an impact on the education being delivered to the pupils.
- KC asked if there are changes that the Task & Finish group would like to be made before this paper is approved by the full Board. TS advised there has been very differing view-points on areas of discussion throughout this process. AN added that the key priorities were agreed by all involved in the T&F group but the debate came on whether this is aspirational or strategic. AN added that the Board need to agree the short term aims to give SLT direction and to determine what the long term outlook is.
- ME noted that the Board cannot approve the document with such a high progress expectation as it will set the Education and Standards area up to fail.
- GB referred to the documents other MATs publish on their websites which are short and to the point. GB noted his concern that there is too much reflection on the Catholic Faith within the document. This was discussed in depth by the Board and RE reminded of the Catholic vision of the trust.
- The Board discussed the need for very clear goal posts to ensure the SEL know exactly what they are working towards.
- DR recommended the need for a focused discussion on this area as part of an away day with the full Board present.
- RE noted the need to ensure there is a very clear view from the Bishop which is known and understood by the Board.
- Milestones for the coming year were approved with the amendment to Priority 2 discussed above. The strategic priorities themselves were not approved.
- A strategic planning half day was agreed to look at the plan going forward past the initial priorities. ME suggested a morning to review with a few Directors then staying on to write the document.
- There was no confirmation at the meeting as to when this would take place. HL will gather suggestions as Clerk and look to make the necessary arrangements.

Decision – Milestones approved but the strategic priorities were not

Action – HL to begin the process of arranging the Away Day

8. Education and Standards

8.1 Director of Education and Standards Report (including Safeguarding)

The Board received reports and data prior to the meeting for review.

- LA talked of the Ofsted inspections which are due to take place and the likely outcomes, highlighting the schools who are likely to remain RI. These were discussed in more depth with LA providing further details for specific schools.
- JB asked if there have been any serious safeguarding incidents. LA confirmed there have not been and advised that anything reported to the Board is generic in format

so that student identity is protected so there is never an issue with sharing this information.

- ME noted the previous reporting delivered to the Board which gave detail of the information being gathered from schools and noted that they individually record very differently. LA confirmed that there will be standardisation over the next few months and in place fully in September.
- JB requested that there is feedback from the Lead Director for Safeguarding. ME noted this will happen within the Education and Standards Committee meetings and can be fed back to the Board through this route.
- AH asked about the supplementary policies which are waiting for sign off from the SEL and questioned what the timeframe is for these to be completed. KC updated on this and confirmed there are current policies in place but some changes are being made which need to be clarified.

8.2 KPIs

- AH queried how schools can rate as having effective leadership but are show they are not hitting national averages. LA provided some information on how these evaluations are made.
- AH clarified that there is still work going on with these heads to ensure standards are improving. LA talked of the support in place to help improve effectiveness of the Heads.
- JB asked if the requirement to have a Catholic Head is a limiting factor. LA confirmed it definitely limits the field when recruiting. JB questioned if he should have a conversation with the Bishop about this. RE noted that the Bishop would have a strong stance on this but a conversation could be had.
- DR talked of the recent interviews in a Cornwall school and spoke of the 4 Catholic applicants for this role. LA provided some additional information on possible other opportunities within the Trust for these candidates.
- AH queried the data on staff attendance at one of the schools which LA confirmed must be incorrect and provided further information on the work in this school.
- AH asked about the advice being given to schools who are seriously below PAN. LA talked of the suggestions given at the recent briefings and other work which is ongoing to boost intake. KC added some detail to what some schools are doing to improve intake but talked of the issues with demographics in some areas.
- The Board discussed the issue of pupil numbers and noted this is one of the biggest challenges the Trust is facing.

Action – JB to talk to the Bishop about the difficulty with recruiting Catholic Headteachers

8.3 Data

- LA noted that the success criteria under point 2 on the strategic plan will not be reached. It was discussed under this item that this will be amended to reflect a more realistic expectation.

- LA talked through the salient points shown within the data and the expected levels of progress across primary schools.
- AN noted it would be useful to have some commentary to draw attention to the key points within the data so those with less understanding could be clear on where the concerns lay.

8.4

ESIP Update

- LA noted the areas which are still needing work providing some updates on key areas.
- AN asked for confirmation this is the document which is presented to the RSC and noted there needs to be more detail in some areas to explain why targets have not yet been met or what is being done to ensure the plans are moving in the right direction.
- ME asked about the ESMs drafting personal action plans and queried why this is not being pursued. LA advised on this and the individual school plans which are still being worked on and used in this manner instead.
- TS asked about the level of confidence in the ESMs and LA talked of the different strengths each of them bring to the role.
- The Board discussed the support in place for the schools which are struggling to move from RI to Good and how this is working.
- GB asked for confirmation that there is adequate HR documentation in place for any capability procedures. LA advised her team work very closely with HR on this.
- LA provided some update on some issues at one of the schools in the East and advised on the support in place. The hope is to get this school from Special Measures to Good by the visit at the end of the year which is a major challenge so additional support will be in place.

9.

Finance and Resources

9.1

CFOO Report (including HR and Premises)

KC's report and documents were provided to the Board prior to the meeting and she highlighted the key areas of interest.

- KC spoke of Related Party Transactions noting the level of payment to the Diocese for the rental of offices for the Central Team which will be effected. RF has asked for a rent amnesty. JB asked for this to be reported on at the next meeting.
- Discussions about possible relocation of the main office then took place.
- KC updated on the successful work being done with regards to shared services at the secondary schools. A paper will be taken to the ESG in April with regards to this.
- KC talked of the work done on harmonisation of support staff pay scales.
- GB asked about the structure of the HR team following the departure of the manager. KC advised on the new structure and how this will support the Trust.
- AN advised that the key assumptions and risks need to be attached to the 4 year plan each time so that the Board are always aware of these when reviewing.

Action – RF to update on and outcomes of discussions with the Diocese

- DR provided a brief update on the Audit and Risk meeting.
- AN reminded that there has not been a Finance meeting as this committee has been collapsed but will now re-establish under the new structure.
- AH advised she will be meeting with Matthew Barnes to review the SEND report.

10.2 **ESG Update – Holding Management to Account**

- AN spoke to the paper provided for review prior to the meeting and asked if all are happy. All approved.
- AN spoke of the need to now split these responsibilities into committees and advised he would do this and send to all for review and then approval at the next meeting.
- AN reminded that the final ESG meeting takes place on 12th April and will mainly focus on Clusters and Secondary Proposals.

Decision – Approval of the Holding Management to Account paper
Action – AN to split responsibilities in to Committees and circulate to all

10.3 **Clerk Job Description**

- KC updated on discussions on this and the review of the job description which has taken place with involvement from AM, HL, RF and KC.
- There were in-depth discussions about the amount of time required to complete all aspects of the role with some Directors feeling there should be an increase in the hours worked. HL advised she believes the requirements can be met under the current conditions of a flexible 15 hours per week (term time only) contract and expressed her commitment to working additional hours as needed with the option to then do less when there is a reduced requirement. HL reminded that she has made herself available during holidays as needed and remains flexible in what support she can provide around the hours she works at one of the CAST schools. HL advised should the Board decide additional hours are required for the role she would not be in a position to provide this support.
- AN expressed his concern that the Board have not allocated enough time for HL to complete the role but she reassured AN that the flexibility of the hours outside of planned meetings allow her to plan her workload around other commitments and she keeps a strict log of hours completed.
- ME noted the feedback from the clerks on her visits to schools and the support they are feeling is now in place.
- GB challenged the suggestion that all the aspects of the job description can be covered in the time allocated and HL provided some examples of the processes she has put in place since appointment to enable her to ensure that all aspects are met as required.
- It was agreed that the role will remain as it is and HL was asked to inform the Board at any time is she felt the workload was too much for the hours contracted.

Decision – Clerk hours to remain as contracted

10.4 **Task and Finish Group Update and Feedback**

Covered above.

10.5 **Remuneration Committee Terms of Reference**

Terms of Reference were circulated to all prior to the meeting.

- TS noted that the committee could have delegated authority to make all decisions within its remit and asked for approval of this from the Board.
- All approved for the areas of authority to be listed in the ToR. TS to amend and circulate for final agreement.
- Terms of Reference approved with this amendment

Decision –
Approval of ToR
with listed
authorities
Action – TS to
amend the ToR
and circulate to all

Governance from September 2019

10.6 Discussed earlier in the meeting. Committees to be established with 6 full board meetings a year.

11. Policy Review

- 11.1 Equal Opportunities
- 11.2 Student Welfare
- 11.3 SEND
- 11.4 Staff Disciplinary
- 11.5 Staff Capability
- 11.6 Staff Grievance
- 11.7 Staff Appraisal
- 11.8 Supporting Pupils with Medical Conditions
- 11.9 Collective Worship
- 11.10 Admissions

Some amendments were received prior to the meeting. These were shared with those responsible for the policies and have been actioned.
All Policies approved.

12. Close

Meeting closed at 14.05

Future Board Meeting Dates

All meetings to commence at 10.30am at St Boniface House, St Lioba Conference Room.

26th April 2019

14th June 2019

26th July 2019