



**Minutes of the Southerly Point  
Co-operative Multi-Academy Trust  
Board Meeting**



**Thursday 19<sup>th</sup> May 2022, from 6.00pm,  
in the Trust Conference Room**

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| <b><u>ATTENDING :</u></b><br>Robin Cowen<br>Karen Harris<br>David Potter<br>Kristin Pryor<br>Susan Reynolds<br>Will Smith<br><br><b>In Attendance</b><br>Karen Teague [Trust Administrator / Clerk to Trust Board] |  | RCo<br>KHa<br>DPo<br>KPr<br>SRe<br>WSm<br><br>KTe |
| <b><u>APOLOGIES :</u></b><br>Richard Hoskins   |  | RHo   |
|  |  | <b><u>ACTION</u></b>                              |
| <b>3.</b>  | <b><u>WELCOME AND DECLARATIONS OF PECUNIARY INTERESTS</u></b>  |   |
|  | The Chair welcomed all those present.<br>Under <b>Declarations of Pecuniary Interests</b> , no additional declarations were forthcoming at this time.  |   |
| <b>4.</b>  | <b><u>MINUTES AND MATTERS ARISING</u></b>  |   |
|  | The minutes of the meeting of the Trust Board on Thursday 7 <sup>th</sup> April 2022 were agreed to be an accurate record and were duly signed by the Chair.<br>Matters arising included updates on:<br><b>Additional reassurances around how School Improvement was to be monitored and any issues addressed.</b> This matter was ongoing.<br><b>High Level Management Accounts.</b> See Item 10 below.<br><b>Testing of assumptions.</b> This matter was ongoing.<br><b>Scrutiny of Health and Safety.</b> This matter was ongoing. A report was currently being prepared following a full review of all schools.<br>All other actions had been completed. | KHa<br>KHa<br>KHa                                 |
| <b>5.</b>  | <b><u>RATIFICATION OF FINANCE &amp; RESOURCES / STANDARDS / C-SAW COMMITTEE MINUTES</u></b>  |   |
|  | The C-SAW Committee had met on 3 <sup>rd</sup> May 2022, where the minutes of the meeting on 8 <sup>th</sup> February had been approved.<br>No further meetings of the Standards Committee had taken place since the last Trust Board meeting.<br>No further meetings of the Finance and Resources Committee had taken place since the last Trust Board meeting.<br>Trustees <b>ratified</b> these minutes.  |   |

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| 6.  | <b><u>LOCAL GOVERNING BODIES</u></b>  |     |
|     | <p><b>Matters Arising from LGB Meetings.</b> Not applicable on this occasion.</p> <p><b>Governor Training Attendance.</b> A well-received Ofsted for Chairs training session had taken place since the last meeting of the Trust Board and additional training sessions were scheduled for the current term. These included Induction for Those New to Governance, Governance and Monitoring.</p> <p><b>Trustee feedback from LGB Meetings.</b> Trustees were invited to talk through any pertinent feedback from recent LGB meetings but no formal meetings had taken place or been attended since the April meeting of the Trust Board.</p> <p><b>Forums / Forum Member.</b> Not applicable on this occasion.</p> <p><b>Pen Portraits of Prospective Governors.</b> The Pen Portrait of JGr [Parc Eglos LGB] had been <b>approved</b> by Trustees via email.</p> <p>KTe had sent / would send a letter to formally confirm the appointment.</p> <p>It was agreed governor training sessions, governor recruitments in train and LGB meetings would continue as normal for the time being so that support could be maintained.</p>   | KTe |
| 7.  | <b><u>EXECUTIVE REPORT / UPDATES</u></b>  |     |
|     | <p>An SPCMAT School Improvement Summary - May 2022, prepared by TRi [Interim Director of School Improvement], was shared with Trustees for their information prior to the meeting. This included Summary Commentaries on the schools in Special Measures, the other primary schools and the secondary schools, as well as an overview of categorisations [according to the phases sustain, improve, repair and stabilise] to be agreed with schools.</p> <p>Trustees were advised an HMI follow-up visit had taken place at Wendron C of E School on 11<sup>th</sup> and 12<sup>th</sup> May. TRi had discussed impact with the inspector and LWa had attended the feedback meeting. A letter formally confirming the outcome of the visit would follow shortly.</p> <p>Unfortunately, it had been necessary to pull back on a package of school improvement from Early Excellence which would have been a significant investment over a period of time because, given the likely direction of travel, it was no longer possible for the Trust to commit to that.</p> <p>TRi was to remain in post until at least the end of June, being based in Helston for two days a week and working for the Trust for three days a week. A key focus would be those schools currently awaiting Ofsted inspections, in the order he felt – in liaison with school improvement colleagues - these should be prioritised. He was also open to supporting transfers to other Trusts so it was hoped there would soon be more clarity around which schools were to go where and how that could be made positive.</p> |     |
| 8.  | <b><u>STANDARDS COMMITTEE REPORT</u></b>  |     |
|     | Not applicable on this occasion.  |     |
| 9.  | <b><u>FINANCE COMMITTEE REPORT</u></b>  |     |
|     | Not applicable on this occasion.  |     |
| 10. | <b><u>BUDGET AND ESTATES REPORT</u></b>   |     |
|     | <p>The following documents were shared with Trustees for their information prior to the meeting:</p> <ul style="list-style-type: none"> <li>• Trustees' Detailed Management Accounts 2021-22 - Feb / Mar 2022</li> <li>• Trustees' Summary Management Accounts 2021-22 - Feb / Mar 2022 figures</li> <li>• Trustees' Summary Management Accounts 2021-22 - Feb / Mar 2022 graphs</li> </ul>   |     |

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|            | <p>KHa drew Trustees attention to the end of year projection, highlighting the element that belonged to the individual schools and the element that was held centrally. This split between school level and centrally held reserves would be an essential element in determining the allocation of the Trust reserves moving forward.</p> <p>Trustees were reminded the Crowan and Wendron deficits had resulted from agreements to do work to those schools prior to them leaving the Trust.</p> <p>Any questions regarding the accounts were sought but none were forthcoming at this time. It was noted the detail had provided the answers that were wanted and the Finance and Resources Committee would afford the accounts further scrutiny when it met after the half term break.</p> <p><b><u>Q. What are the control mechanisms for the expenditure of surplus?</u></b></p> <p><b>A. That is dependent on the amount in one respect. Expenditure of £10,000 or more would go to the Finance and Resources Committee but all expenditure is overseen and monitored by the Central Finance Team.</b></p> <p>It was recognised that, as in any period of significant change, it was important to ensure control mechanisms were in place. However, at this point in time, there were no worries in this respect as it was well covered and nothing should be done that was surprising.</p> <p>Wind up of the Trust would come with a cost and it would be necessary to factor that into discussions.</p> |  |
| <b>11.</b> | <b><u>POLICIES</u></b>  |  |
|            | <p>Approval by the Trust Board was sought for the following updated policies, shared with Trustees prior to the meeting:</p> <ul style="list-style-type: none"> <li>• Charging and Remissions</li> <li>• Managing Medical Conditions</li> <li>• Pupil Health and Wellbeing</li> <li>• Reserves</li> <li>• Staff Expenses</li> <li>• Staff Health, Wellbeing and Work-Life Balance</li> <li>• Support Staff Pay</li> <li>• Trustees' and Governors' Expenses</li> </ul> <p>Trustees <b>ratified</b> the policies / policy changes.</p>   |  |
| <b>12.</b> | <b><u>HEALTH AND SAFETY UPDATE</u></b>  |  |
|            | <p>There were no specific health and safety issues to report since the last meeting of the Trust Board.</p> <p>Phil Rundle [Cornwall Council Health and Safety Team] had worked with RCo [Estates Manager for SPCMAT] over the past two weeks to complete a full health and safety audit of the Trust and each of the schools. His report, including any actions required, was to follow in the next two weeks. On receipt of the report, appropriate elements would be shared with Aspire Academy Trust [for Crowan] and Kernow Learning MAT [for Wendron] and an action plan would be drawn up for the remaining schools.</p>   |  |
| <b>13.</b> | <b><u>SAFEGUARDING UPDATE</u></b>   |  |
|            | <p>There were no specific safeguarding issues to report since the last meeting. Trustees were made aware of one potential issue that was currently being followed up on but full details were not yet available so the situation was being monitored.</p>   |  |
| <b>14.</b> | <b><u>RSC SUBMISSION</u></b>  |  |
|            | <p>Trustees were asked to formally ratify the Trust's submission to the RSC continuing the work on the Crofty merger proposal on 6<sup>th</sup> May 2022 Trustees formally <b>ratified</b> this submission.</p>   |  |

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| 15. | <b><u>INTERIM CEO</u></b>   |     |
|     | <p>It had been determined the Trust would need to procure an Interim CEO. It had initially been proposed that Simon Hague [SHa], of Crofty MAT, act as CEO for SPCMAT during the merger and he had indicated a willingness to act in that capacity. However, circumstances had since changed so it would be necessary for this to be re-assessed.</p> <p>Discussion was had around this matter and Trustees concluded that, given the new direction of travel, it would not now be appropriate for SHa to take up this role as there was a conflict of interest. Principally, he could not become the Accounting Officer for SPCMAT, a statutory function of the CEO, and sign off on a move to Crofty as this would involve him signing on behalf of both parties.</p> <p>It was therefore proposed that another CEO be found to run SPCMAT operationally until such time as the Trust was wound up.</p> <p>Trustees unanimously <b>approved</b> this proposal.</p> <p>One candidate could potentially be Angela Barry [ABa], the candidate previously proposed by the RSC. While the Trust had initially turned this proposal down because it was thought ABa was not the right person to manage the Trust given the proposed direction of travel for the Trust at that time, circumstances were now different and someone efficient - with the strength and experience to drive the mergers through - was now required.</p> <p>A query was raised as to whether it would be necessary to interview more than one potential candidate for CEO, or if the process could be expedited by accepting the RSC's proposal. It was recognised this process needed to be driven, due to the current operational need and capacity. However, it was decided due diligence would nevertheless need to be done in this respect so KHa was to source additional CVs for comparison and share these with other Trustees over the weekend so that, by Monday, it would be possible to decide which candidates would be interviewed and by whom.</p> | KHa |
| 16. | <b><u>RSC FEEDBACK</u></b>  |     |
|     | <p>The RSC had reported back to the Board that SPCMAT's proposal and submissions over the previous 4 months to merge SPCMAT with Crofty had been turned down for referral to the Advisory Board due to the risk of merging all 16 schools with one MAT.</p> <p>Their revised proposal was the split of SPCMAT and the transfer of the schools to 3 local MATs – Crofty, Aspire and TPAT.</p>  |     |
| 17. | <b><u>THE WAY FORWARD</u></b>   |     |
|     | <p>Due to the strength of feeling around the RSC's feedback and potential Trustee resignations, Trustees were asked to consider whether they wanted to stand down prior to a vote being taken on the RSC's proposal. It was reiterated there would need to be a quorum for the remainder of the meeting or Trustees would need to step back and the proposal would be referred to a Members' vote.</p> <p>Due to the need for further discussion between the RSC and the other Trusts, the precise nature of this split was yet to be finalised so it was the proposal itself that was to be voted on.</p> <p>Discussion was had around the journey to date and the proposed direction of travel for the Trust going forward. Points raised and discussed included:</p> <ul style="list-style-type: none"> <li>• It is possible to see, from an external perspective, where the proposal is coming from and to understand there is a risk in all the schools transferring as one. However, if that poses a risk at this juncture, then that risk must always have existed so a lot of time, effort and money have been wasted by a delay in what then appears to be an inevitable decision being reached – all of which could have been spent on school improvement.</li> <li>• It will be hard to manage the changed expectations when members of both SPCMAT and Crofty were all a part of / invested in the Trust's proposed merger.</li> <li>• There is a danger of disengagement and anger from stakeholders who are aware of</li> </ul>   |     |

the part geographical factors play in this area, as sufficient weight does not seem to have been given to the Lizard situation; and, although there is no evidence to suggest the quality of education suffers where primary pupils move on to secondary schools that are not in the same Trust, the strong working relationships between the secondaries and their feeder primaries will be negatively impacted by the proposal.

- The risk of loss of the Central Team's dedication, expertise and detailed knowledge of the individual schools that will result from the RSC's proposal.
- Communities having been made stronger by the schools working together.
- The schools being so interwoven in their day to day workings that splitting them in three ways will not be straightforward.
- Good provision in the Trust's to which schools would move.
- The Chair and Board having an obligation to provide a certain amount of communication to stakeholder groups and to ensure a CEO is in place as soon as possible in order to move things forward.
- The need to progress the situation as quickly as possible.

WSm indicated that he would remain in the role of Trustee.

RCo indicated that, whilst he would ultimately be stepping down from the role of Trustee, as more time was required by the role than he was able to give, he would nevertheless be willing to remain in the role and offer support until another CEO was in place if that would be helpful.

DPO indicated he too would ultimately be stepping down but again was willing to remain in the role until a CEO was in place, as long as this process did not become too protracted.

KPr and SRe stated they were resigning with immediate effect from the role of Trustee and left the meeting at this point.

KHa indicated she would remain in the role of Trustee and Chair of the Trust Board until at least such time as the right support was in place to take the situation forward to its conclusion.

It was determined the meeting was still quorate before proceedings recommenced.

**Q. What is the view of the Diocese around the RSC's proposal?**

**A. The email from the RSC would suggest this has not yet been discussed fully with the Diocese or with all three of the MATs the RSC is proposing. They are waiting for Trustees to say whether their proposal can or cannot go ahead.**

It was suggested that, whilst the RSC's proposal was not the preferred route of Trustees, there was a genuine belief that no other option was now open to the Board. The Trust's proposal had been put together over a number of months and, when this was rejected, Trustees had reached out but there was no room to negotiate further and this now seemed to be a fait accompli. Therefore, Trustees had no real choice other than to support the proposal. They could not waste time in this respect, as the situation had to be progressed as soon as possible. Their role at this stage was to create a future for those schools and to enable the Trust's schools to have a quick transition into the other Trusts that were to look after them going forward.

A statement should then be made making it very clear what Trustees did not support and what the frustrations had been during this process.

The Trust Board would need to be reformed with people absolutely signed up to the proposal. The RSC would have to see that through and they had the facilities to do that.

Trustees **approved** the RSC's proposal.

**Management of Communications**

KHa informed Trustees that, when she met with Headteachers and Chairs of Governors the following day, she proposed to advise them the Trust's proposal to merge with Crofty would not be taken forward to the Advisory Board by the RSC. Instead, the RSC was proposing the Trust's schools be split between three other named Trusts. It would not be possible to give any more detail at this point or until a formal decision had been made around which schools were to go where.

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|            | <p>KHa would communicate the decision of the Trust Board to the RSC the following day so she was to put together an email and run this past the remaining Trustees prior to it being sent to the RSC. It was hoped that, by the scheduled meeting on Monday next, the RSC's team would have a communication strategy they would be putting forward to manage the flow of communication between the RSC, the Trust and its stakeholders.</p> <p>DPo left the meeting at this point but the meeting remained quorate.</p> <p>See also Confidential Notes <b>SPCMAT/22/06 CON.</b></p>  |                       |
| <b>18.</b> | <b><u>ANY OTHER BUSINESS</u></b>   |                       |
|            | <p><b>Out of Year Admission Request.</b> An out of year admission request and other relevant information had been shared with Trustees for their consideration prior to the meeting. RHo had confirmed his approval in writing as he was unable to attend the meeting but considered this to be in the best interests of the child in this instance.</p> <p>Trustees unanimously <b>approved</b> this request.</p> <p>KTe was to write to the parents of the child, copying in the school, to confirm Trustees' approval of the request and to advise them of various points they would need to consider if proceeding with the out of year admission.</p> <p><b>Foundation Trustee Appointment.</b> Katie Fitzsimmons [Diocesan Director of Education] had written on behalf of Askel Veur to propose the appointment of Ms Clare Kendle [CKe] as a Trustee of Southerly Point Co-operative Multi-Academy Trust pursuant to Article 50AA. She noted the requirement to consult with the Trustees on this appointment and requested any comments Trustees might have so the representations could be considered before Askel Veur determined whether to proceed with the appointment. There were no representations to be made so Askel Veur were to be advised the appointment process for CKe could commence and KTe was to forward the necessary documentation to CKe for completion.</p> <p>There were no further matters for consideration so the meeting was brought to a close at 7.25pm.</p> | <p>KTe</p> <p>KTe</p> |
| <b>19.</b> | <b><u>DATES OF FUTURE MEETINGS</u></b>   |                       |
|            | The next meeting of the Trust Board was to take place on <b>Thursday 14<sup>th</sup> July 2022</b> , from 6.00pm, in the Trust Conference Room.  |                       |

Chair's Signature \_\_\_\_\_ Date \_\_\_\_\_