



The Gryphon Trust Board of Directors

Minutes of the meeting
Held on the 11th December 2018

Present: Mrs E Cook (Chair), Mr N Pressnell, Mr R Wilkins, Cllr O’Sullivan, Prof D Richards, Mr B Maugham, Mr D Coburn, Mr M Byrne

In attendance: Mr N Himmel, Headteacher, Eaglewood School, Mrs C Johnston, Finance Officer, Mr M Walker (Member), Mr K Craze (Member), Mrs V Woods (minutes)

Item	
1	<u>Apologies</u> – None
2	<u>Re-appointment of Chair</u> Mrs Cook left the meeting for this item. Clerk advised Mrs Cook was happy to continue in this role, unless someone else wished to take on. There being no applications made for the post, the proposal to appoint Mrs Cook as Chair was made by Mr Wilkins, which was seconded by Mr Maugham, will all present in favour ⁽¹⁾
3	<u>Appointment of Vice-Chairman</u> Mrs Cook advised those present that Mr Maugham wished to step down as Vice-Chairman of the Board of Directors, he has, however, agreed to remain as Chairman of the Members Board. Those present were invited to stand as Vice-Chairman. Mr Wilkins offered to undertake on a temporary basis. Proposal to appoint Mr Wilkins as Vice-Chairman was made by Mr Byrne, seconded by Mr Maugham, with all present in favour ⁽²⁾
4	<u>Re-appointment of Clerk</u> Mrs Woods was reappointed as Clerk to the Board of Directors, proposer Mrs Cook, seconded by Mr Wilkins, with all present in favour ⁽³⁾
5	<u>Board of Directors membership</u> At a recent visit to the DfE (Mrs Cook and Mr O’Sullivan); a recommendation was that employees of the Trust should not be Directors as there is a need to ensure clarity and no conflict of interest. With that in mind, Mr O’Sullivan and Mr Pressnell have agreed to resign as Directors. It was felt that there is a need for the Headteachers to report to the Board and will continue to give their input. It was felt important that both the Headteachers and the CEO should continue to attend the meeting, as the Headteachers are answerable to the Board. They do not have to remain for the whole of the meeting but can present their report and leave. For confidential matters they will leave the room. The Headteachers should not be divorced from the meeting, as we will lose their professionalism.

	<p>Mr Pressnell advised that he reports to everybody. He is accountable to the pay review committee and responsible to Governors and Directors, he asked who actually directs his time? The Board of Directors are who the Headteachers report to, however the Directors delegate this responsibility to the Local Governing Body, as they need to remove themselves from the day to day matters. Mrs Cook is the Chair of the Board and the Chair of the Arnewood Local Governing Body – should this role be separated? For discussion at the next meeting.⁽⁴⁾</p> <p>It was agreed that Headteachers and the CEO should not be Directors. Proposer Mr Wilkins, seconded by Mr Maugham ⁽⁵⁾</p> <p>1825 hrs – Mr Walker and Mr Craze were asked to leave the room.</p> <p><u>Appointment to the Board of Directors of Mr Walker and Mr Craze.</u> Both are currently Members, the proposal is that they will step down from this role and to join the Board of Directors, this is with their agreement. The Members make any appointments to the Board of Directors. The proposal for Mr Walker and Mr Craze to join the Board of Directors will go to the Members meeting next week for their consideration. The suggestion that Messrs Craze and Walker join the Board of Directors was considered a good one and it would be their recommendation that the appointment is made.</p> <p>Mr Walker and Mr Craze re-joined the meeting and were advised of the outcome of the discussion and the process of appointment.</p>
6	<p>Declarations of:</p> <ul style="list-style-type: none"> - Items likely to cause a conflict of interest/pecuniary interest – none declared - Items to be taken under AOB – Confidential minute
7	<p>Minutes of the Directors meeting held on the 17th July 2018 were agreed. Proposer Prof Richards, seconded by Mr Coburn, with all present in favour ⁽⁶⁾</p> <p>Matters arising:</p> <ul style="list-style-type: none"> ➤ Meeting with John Chaloner – Mr O’Sullivan advised that the meeting did not take place as JC was in the middle of an Ofsted visit and that he heard back from him. ➤ Peer reviews between secondary schools – nothing further has been heard about this, however Mr Pressnell advised that he and senior leaders had visited Burgate School and this had been reciprocated ➤ The Orchard – strategy is to save costs and share with Eaglewood. The plan is this will become part of Learning Support facility and will gradually be run down. It was noted that concern was raised about the proposal to close The Orchard as it was mentioned favourably in the Ofsted report ➤ HantsSafe – has been very positive. We have seen a change in habits. We are working with Mr Himmel and locally neighbouring HTs to bring a dog back in again. Very successful meeting at the New Forest Heads. Associating dogs with police so there is a feeling of a stronger police presence. ➤ Eaglewood – any written confirmation from the funding agency received? Written confirmation and a guarantee needs to be provided, as there is concern about financial sustainability going forward. Mr Himmel to obtain and forward to the Directors.⁽⁷⁾
8	<p><u>Update</u></p>

➤ Eaglewood School – Mr Himmel

Mr Himmel preceded his report by offering congratulations to Mr Pressnell on the Ofsted outcome.

The report from Mr Himmel regarding Eaglewood School had been circulated in advance of the meeting to the Directors, which included items as follows:

- Attendance – 52 students have been on roll during the last year. Current capacity is 30. A number of students have been moved on, either to mainstream or more specialist provision. See report for further details.
- Attendance – 75-85%
- Academic outcomes – 80% are making progress in English, Maths and Science
- Teaching and Learning – we are starting to see the benefits of EQ & IQ education. School is calm; parents have advised they have noticed an improvement at home.
- New school build – moving along well, currently they are 4 days ahead of schedule.
- Governing Body – new Governing Body appointed and they meet every half term.
- DfE inspection – 4 visits have been made in the last 6 months, another is due in January, we need to tighten up on reporting i.e. SEF & SIP. Some teaching is not as consistent as we would like it to be, we are continuing to work on this. Expecting an Ofsted inspection this year.
- Behaviour and Safety – CPOMS is up and running. A recommendation by the LADO re safeguarding has been implemented.

Q. Do you take student with EHCP? No., however, if we think we can manage and they are waiting for specialist provision we will take.

Q. Is the provision by Hants SEN worth pursuing as they are in need of places? Inclusion in Hants funding has been cut to all Hants PRUs and also transport. This statement caused concern and it was suggested that there was a need to be clear on the accuracy of information being provided.

Hampshire will have to decide whether to work with Eaglewood or not. Hants SEN have contacted us but we do not have SEMH provision. This is not something we can do quickly but a way of earning money.

Slightly concerned that there are constraints with the building, can we reorganise this?

We need to ensure we build relationships with Hants SEN and Inclusion as this can be a long process.

Directors need to indicate what they want of Headteachers and the direction they wish taking forward.

Mr Walker commented that he felt that too much organisational information was coming to the Board and that a discussion needs to be had about what goes to governors and what comes to the Board.

➤ Arnewood School – Mr Pressnell

The report from Mr Pressnell regarding The Arnewood School had been circulated in advance of the meeting to the Directors, which included items as follows:

- The HMI visit was under the current inspection framework. They were a very hardworking team with an astute HMI. The team spent time with students, attended lessons, scrutinised work books and observed teaching. We are operating in financially tighter circumstances so difficult to recruit and retain staff, so happy with the outcome. Areas for improvement were identified (see report) and actions have already been taken to address this.
- School roll – 1062. Year 7 has increased we are currently 14 over PAN. Numbers in the Sixth Form are lower which contributes to loss of income.

	<ul style="list-style-type: none"> • Attendance – we are working with Pyramid Heads reviewing policy and process • Academic outcomes – Progress 8 improved on the last year - ½ grade for every exam. We are working very hard to consolidate and maintain. Post 16 is strong across the board. EBAAC higher than LA & England average. We are maintaining a fairly traditional curriculum giving students the opportunity to study Humanities and Languages. We need to consider how we maintain vocational courses. • Teaching and Learning – positive comments • Leadership and Management and Behaviour – behaviour was described as exemplary. <p>Q. Value Added in Sixth Form is this going to be positive? Yes. ALPs is good for a whole host of subjects. This will be an attraction to recruit to Sixth Form. Yes, we are working on this.</p> <p>Q. How many students in school go into the Sixth Form and how many are from outside? 50/60 % in a good year, externals we always have lots of interest. Children are far more aware of options available to them. Facilities we have as a Sixth Form may not be comparable to others. Teaching is great. The value in having a Sixth Form is having them around younger students.</p> <p>Gender – there are more boys in school but by the time they get to Sixth Form there are more girls. University - more girls look at as being cool and intellectual emotionally.</p> <p>Q. Students going to Eaglewood/Greenwood (currently 20 in AP) - how do you decide where to send the student? It is on a student-by-student basis, parental preference/student preference (not always one we would follow).</p> <p>Q. What would Eaglewood have to do to secure all 20 students? We will get to that point by maturity, completion of building – curriculum.</p> <p>Q. Out of 20 how many go to Greenwood? It is 50/50.</p> <p>Q. What would the financial impact be to going to Eaglewood – money would be within the Trust.</p> <p>The Ofsted report – attendance and disadvantaged students when they visit Eaglewood they will look at that too.</p> <p>Q. CPD – is there any opportunity to share CPD – yes, we have been doing this.</p> <p>Mrs Cook thanked both Mr Himmel and Mr Pressnell for their report; she added that the Board is very grateful to the HTs for everything they do, half of which is never recorded, for the children in our community.</p>
<p>9</p>	<p><u>Finance</u> <u>The Gryphon Trust</u> - spending on trust functions totalled £175k approx.; this was offset against contributions from the two schools of £147,874 and £25,888. Interest on the main bank account amounted to £490. The Trust functions were showing a shortfall of £166 for the year. The Arnewood School reported an in-year deficit of £196k for 2017/18, balance cfwd of £197k. The Eaglewood school reported an in year surplus of £80k mainly due to a second year funding for 54 students. Reserves now stand at £327k. The overall reserves for the Trust were £524,600 plus funds of £19k in the Arnewood Unofficial account. (this account is used for trips/Yr 11 leavers event/lockers)</p> <p>Three year forecast – continuing in-year deficit for Arnewood £250k per year. Eaglewood forecasting a deficit this year as only have a budget for 30 students, which was expected. Budgeted for 45 students in September but have been told the number is likely to be 50.</p> <p><u>Insurance</u> – saving of £12k for Arnewood by joining RPA and £1.2k for the Trust.</p>

	<p><u>Charging for school trips</u> – Notification received from Hampshire that if a school trip takes place during more than 50% of the school day, even if it is not mandatory to the curriculum, the school is not allowed to charge and can only ask for a voluntary contribution. This is an EFA rule. Options are for each school to set aside a fund to cover the shortfall or no trips allowed to take place for more than 50% of the school day.</p> <p>Q. A yearly charge for things, would parents be responsive to this? Believe a lot of parents would find this difficult We offer a huge range of enhancement, if we made the decision to stop doing this, we would lose the values and ethos of the school.</p> <p>Q. How much would we need to pay into a fund? Possibly £20k. It is important to provide enrichment, so we should try to continue.</p> <p>Q. Is there a maximum number of hours for a school day, 5 hrs teaching time. 6.5 hours is standard school day. Anything that is within 3 hours is ok, anything over this is not.</p> <p>Cost value and consequences to be provided to the Board ⁽⁸⁾. We need clarification on what is guidance and what is statutory. What is defined as a school trip?</p> <p><u>Finance Manual</u> A summary of material changes was presented to the Board. Mr Himmel to be added as a signatory from the 1st January 2019. Proposer Mr Maugham, seconded by Mrs Cook ⁽⁹⁾ All changes agreed, proposal to accept made by Mr Maugham, seconded by Mr Byrne, with all present in favour. ⁽¹⁰⁾</p> <p><u>Q & A</u> <u>Budget forecast</u> Staffing costs have gone up at Arnewood and Eaglewood, more at Eaglewood. This is due to curriculum expansion. If staffing costs are increasing what are staff doing? More of the same, additional tech subjects and PE and more outdoor education. GCSE? No. Could these subjects be taught by staff who are not teachers as the cost could be less? It is a possibility.</p> <p><u>LA income</u> – Eaglewood is up by £44k 2019/20, 20/21 - £69k. Income from schools under LA control top-up funds – it is budgeted for money and is an estimate. We are working on the assumption that schools will commission places. This is a forecast so would not question at this time.</p> <p><u>Staff Development and Training</u> – this is within the School’s budget. We need to have some perspective of both schools forecast.</p>
<p>10</p>	<p><u>Audited Accounts</u> – were presented Page 1 – reference to Mr B Maugham, should be Mr A Maugham Page 7 – should this be Trust expenditure rather than Arnewood Risk Assessment – financial statement and the deficit of the Trust Proposal to recommend to the Members acceptance of the accounts made by Mr Wilkins, seconded by Mr Maugham with all in favour. ⁽¹¹⁾</p> <p>Management and Audit findings:</p>

	Naming of staff directors – we have always said would not disclose. This will not be an issue next year as there will be no staff as Directors. Business interests to be recorded annually.
11	<u>CEO report</u> The report was circulated to the Directors in advance of the meeting. Report included the information regarding the following: <ul style="list-style-type: none"> • Direction • Trust Membership • Eaglewood • Arnewood • DfE visit • Support Services • Website • Projects • Directors • Looking forward
12	<u>EFSA letter</u> The EFSA letter was circulated in advance of the meeting to the Directors and was discussed at the meeting. A Trust Audit Review Committee needs to be established.
13	<u>Audit and Finance Committee</u> Draft TOR approved. Proposal to accept Mr Wilkins, seconded by Mr Maugham, with all present in favour ⁽¹²⁾ Membership: Mr Coburn, Mr Wilkins and Mr Maugham. Proposer Mr Byrne, seconded by Prof Richards ⁽¹³⁾
14	<u>Policies for approval from the Trust Personnel Manual</u> <ul style="list-style-type: none"> ➤ Family Friendly Policy – this is a new policy. Agreement to adopt proposed by Mr Maugham, seconded by Mr O’Sullivan, with all present in favour ⁽¹³⁾ ➤ Organisational Change/Redundancy Policy and Procedure. What are staff entitled to? It doesn’t mention 2 years continuous service. Pension rights for staff over 55 – believe it is optional. Teachers pension – we are not obliged to pay contribution to pension. Say entitled to take early retirement. Mat leave – adoption leave. Needs to be clearer or remove. Comparison of voluntary or statutory. Need to know if working on Hampshire basis or other. Either expand or reduce policy – slim down is the best option. Needs to be 100% watertight.
15	<u>Additional meeting dates:</u> 12 th February 2019 & 21 st May 2019.
16	AOB – none
Meeting closed at 21.05hrs for staff – confidential minute followed.	
<u>Confidential minute</u> - Matters relating to staff salary and staffing were discussed and agreed.	

Date of next meeting: 12 th February 2019 @ 1800hrs
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Summary of actions and decisions

(1)	Re-appointment of Chair
(2)	Appointment of Vice-Chairman
(3)	Re-appointment of Clerk
(4)	Chair of Board of Directors and Chair of ALGB role/responsibility for discussion at next meeting.
(5)	Agreed HTs & CEO not to be Directors
(6)	Minutes agreed
(7)	Eaglewood – written confirmation re funding to be provided.
(8)	School trips – cost value and consequence to be provided for next meeting.
(9)	Mr Himmel to be signatory
(10)	Changes to Finance Manual agreed.
(11)	Recommendation to Members - accept audited accounts
12	TOR approved re Trust Audit and Finance Committee
13	Audit and Finance committee membership agreed

Draft