



**The Gryphon Trust Board of Directors**

Minutes of the meeting  
Held on the 20<sup>th</sup> November 2019

Present: Mrs E Cook, Mr R Wilkins (Chair), Mr D Coburn, Cllr K Craze; Prof D Richards, Mr M Walker

In attendance: Cllr O’Sullivan, Mrs V Woods (minutes)

<u>Item</u>	
1	<u>Apologies</u> – None received
2	<u>Declarations of:</u> <ul style="list-style-type: none"> <li>- Items likely to cause a conflict of interest/pecuniary interest – none declared</li> <li>- Items to be taken under AOB – Members (Mr Wilkins)</li> </ul>
3	<u>Code of Conduct for Directors</u> A copy of the Code of Conduct for Board Members of Public Bodies was provided to the Board for consideration. <b>It was unanimously agreed to adopt this version for the Board of Directors</b> <sup>(1)</sup> <b>A modified version for the Members to be presented at the next Members meeting</b> <sup>(2)</sup>
4	Minutes of the last meeting were approved. <b>Proposal to accept Mrs Cook, seconded by Mr Coburn, all in favour</b> <sup>(3)</sup>  Matters arising: <ul style="list-style-type: none"> <li>➤ Senior Finance Officer appointed and starting on the 25<sup>th</sup> November 2019.</li> <li>➤ Third member required to sit on the FACC</li> <li>➤ HR provision quotes to be obtained – discuss further at the next meeting</li> </ul>
5	<u>Appointment of Chair of Eaglewood LGB</u> Prof Richards re-appointed. <b>Unanimously agreed</b> <sup>(4)</sup> No new members have joined the ELGB: it was noted that 2 parent governors are required.
6	<u>Regional Schools Commissioner</u> Mr Wilkins, Mr O’Sullivan and Mr Himmel attended a meeting with the RSC. It was a good meeting. Year end forecast is showing a deficit but on the books it is balanced, this is quite a turnaround. £50k surplus to carry forward to next year. Next year predicted to be £60k surplus by the end of the year £110k. Figures predicted would have given us a deficit to carry forward. Big savings have been made by not replacing staff. Focus outcome KS4 – in year attainment for disadvantaged students.

	<p>Visit with SRMA – already in process of talking with them. Visit planned for 3<sup>rd</sup> &amp; 4<sup>th</sup> December. Once the assessment is done they will come back with a report.</p> <p>EFSA require a 7 year plan – there is greater scrutiny on academies.</p> <p>Bio required for Senior Finance Officer and any new Trustees.</p> <p>Top up funding – legal advice required. We need to keep on top of this – have we asked for money from Hampshire? It was agreed at the last meeting that the Finance Officer should write to the Director of Children’s Services. This has not been done, it needs to be someone higher.</p> <p>We need to challenge first before taking legal advice, a letter needs to be sent. <b>Mr Himmel has a meeting next week, will find out who this is with. (AOS)</b></p> <p>Free Schools should be funded the same as maintained schools. Eaglewood should be receiving the same amount of funding. Why is Eaglewood not receiving it, what do we have to do to access – a gentle enquiry is needed asking for clarity. <b>Also look into who we can approach for legal advice on this matter should we require it (AOS)</b></p>
7	<p><u>Academy Ambassadors</u></p> <p>Initial contact has been made, Mr Wilkins has followed up and provided details of what we are looking for. A draft proposal/advert has been circulated. No update received yet. We were advised that it could be a 10 week cycle. If they receive a lot of enquiries, they will sift through and then send onto us to select and interview.</p>
8	<p><u>“Getting into Shape”</u></p> <p>A copy of the document was provided at the last meeting but discussion deferred to this meeting due to insufficient time to discuss fully.</p> <ul style="list-style-type: none"> <li>➤ Corporate identity – The Trust name is The Gryphon Trust. Going forward we should only use The Gryphon Trust and no extended names such as Multi-Academy Trust or MAT. <b>Agreed<sup>(5)</sup></b></li> <li>➤ 2.2.2 – governance handbook demands leadership by a Board that, among other things sets out and champions vision, ethos and strategy. Need to consider</li> <li>➤ Board Members – aim is to have 5.</li> <li>➤ Directors call AGMs – they say when the meeting is being held and map out procedures – this is as per Articles 19 &amp; 20</li> <li>➤ Constitution of the Board of Directors – no objections raised. <b>Adoption unanimously agreed<sup>(6)</sup></b></li> <li>➤ Anomaly in the Articles re appointment of Directors by the Members Article 46 says up to 9 can be appointed under Article 50, Article 50 says 8.</li> <li>➤ Board has decreased in number recommendation is to increase to 12 with a minimum of 10. <b>Proposal to approve Mr Coburn, seconded by Mr Walker with all in favour<sup>(7)</sup></b></li> <li>➤ Trust has to have a separate Pay and Performance committee which needs to be separate to the FACC.</li> <li>➤ LA Councillor have 20% influence, as we have only 6 Directors we can only support one Director who is LA Associated person. We would need to increase our numbers to 11 before there could be 2. LA Associated person who is a Director needs to have approval of the LA they are associated to.</li> <li>➤ Recruitment to Board: Public invitation to local community; advertise locally; Residents Association newsletter. <b>Revisit at next meeting</b></li> <li>➤ <b>9.5 – Amendment to or substitute for a proposed resolution, Chair shall decide the sequence of voting – agreed.<sup>(8)</sup></b></li> <li>➤ <b>11.4 – minutes to be produced within 20 days – agreed.<sup>(9)</sup></b></li> <li>➤ Appendix C – item 12 &amp; 13 – <b>delegating process re HT appointment to be reviewed.</b></li> <li>➤ <b>Appendix E – Constitution of LGBs – to revisit.</b></li> </ul>

9 & 10	<b>Members AGM</b> Discussions have taken place with the existing Members regarding the process re AGMs. These are ongoing. Mrs Cook has agreed to become a Member. Proposal is to hold the AGM in January 2020 – attendance by Directors is optional.
11	<b>Academy Trust's Vision, Strategic Planning and Future Expansion</b> <b>The Directors agreed to consider and bring any ideas/plans for the next meeting.</b> <sup>(10)</sup> Should be corporate plan. Break down into SMART targets. Suggested AIMS : Provision of high quality education; positive budget. The public wont know that the financial figures are but they will know what GCSE results are, which are not great.
12	EFSA letter to AO – nothing to report
13	<b>Probationary Policy</b> <b>Change to probationary review period agreed</b> <sup>(11)</sup>
14	<b>AOB</b> ➤ Agenda items - future meetings - should be kept to a minimum to allow sufficient time for discussion.
Meeting closed at 20.00hrs.	
Date of next meeting: 10 <sup>th</sup> December 2019 Date of AGM: TBA  Board of Directors meeting: 31 <sup>st</sup> March 2020 @ 5.30pm	
Future meeting dates:  19 <sup>th</sup> May 2020 – 5.30pm 14 <sup>th</sup> July 2019 - 5.30pm	

### Summary of actions and decisions

(1) & (2)	Adoption of Cabinet Office Code of Conduct – approved Modified version for Members to be presented at the Members for approval.
(3)	Minutes of the last meeting were approved.
(4)	Re-appointment of Chair of ELGB
(5)	To be known only as The Gryphon Trust
(6)	Constitution of the Board of Directors agreed
(7)	Agreement to increase number of Directors to 12 (min 10)
(8)	Getting into Shape – bullet 9.5 agreed
(9)	Timeframe for producing minutes agreed
(10)	Vision, Strategic Direction and Future Expansion – ideas to come to next meeting
(11)	Probationary policy change approved.

Agreed and signed as an accurate record .....

Mr R Wilkins, Chair

Date .....