

KESKOWETHYANS MULTI ACADEMY TRUST

COMPANY NUMBER: 08872161

Minutes of a meeting of the directors (the “Trustees”) of the above named company (the “Company”) held at **ST KEVERNE CP SCHOOL**

on **MONDAY 10th JULY 2017** at **4pm**

Present **Pam Miller, Jane Dudley, Martha Mita, Jan Halliday,
Revd. Peter Sharpe, Wendy Sherlock**

In attendance **Pat Nicholas, minute taker**

1. Apologies and preliminaries

- 1.1 It was confirmed that due notice of the meeting had been given and that a quorum was present. No apologies had been received.
- 1.2 The legal advisors had advised that Mrs Sherlock would not be eligible to vote.
- 1.3 The Board agreed that only a unanimous vote would be acceptable.

2. Interests of Trustees

- 2.1 Each Trustee present declared the nature and extent of his interest in the business to be transacted at the meeting in accordance with the requirements of section 177 of the Companies Act 2006 and the Company’s Articles of Association (the “Articles”) or confirmed s/he had no such interest which s/he was required to disclose.
- 2.2 The interests declared were as follows:

Mrs Sherlock declared an interest as a member of staff.

3. Minutes from previous meeting

- 3.1 The Trustees considered the minutes of the previous meeting dated **26.6.17** and **IT WAS RESOLVED THAT** the Chair sign the minutes as a true record of such proceedings.

4. Purpose of this meeting

4.1 It was noted that the Board had previously resolved to conduct a consultation of stakeholders of St Martin-in-Meneage Primary School (“**St Martin**”) on a proposal to close St Martin with effect from the end of this school year (July 2017).

4.2 It was further noted that a Board meeting had been held on 26 June 2017 and it had been resolved to close and reconvene that meeting for a later date in order to enable the directors to conduct a full and thorough consideration of all consultation responses received. This decision arose due to the volume of responses received and the need for more time to study and consider them in full.

4.3 The purpose of this reconvened meeting was specifically to consider:

4.3.1 the consultation responses received to the proposal;

4.3.2 consideration of alternatives to closure;

4.3.3 consideration of equality impact

and then to undertake a resolution:

4.3.4 to proceed (or otherwise) with the proposal to close St Martin;
and

4.3.5 to agree next steps.

5. Consideration of consultation responses

5.1 It was noted that a consultation paper of proposals for St Martin was published on 4 May 2017 (“**Consultation Paper**”). A copy was published on the front page of the school website, hard copies were provided to current parents of St Martin, hard copies were made available at the school offices of each of the schools run by the Company and a letter was sent to the following stakeholders to advise them of the Consultation Paper, proposals and period of consultation:

- Members of Keskowethyans Multi Academy Trust
- Partners in Learning of Keskowethyans Multi Academy Trust

- Parents/carers at the other 4 MAT schools
 - Staff at all MAT schools
 - Rebecca Clark, Regional Schools Commissioner for the South West
 - Jane Black, Head of Learning and Achievement, Cornwall Council
 - School Admissions Team, Cornwall Council
 - Diocese of Truro
 - Walter Sanger - County Councillor
 - Carolyn Rule - County Councillor
 - Derek Thomas - Local MP
 - St Martin Parish Council
 - Manaccan Parish Council
 - St Keverne & Coverack Parish Council
 - Grade Ruan Parish Council
 - Sir Ferrers Vyvyan - Freehold land holder
 - Landewednack School
 - Cury School
 - Mullion Primary School
 - Garras School
 - Mullion School
 - Helston School
 - Lesley Walker - Local Clergy
 - HRCST
 - Cornwall Music Service Trust
 - St Keverne Pre-School
 - Grade Ruan Under 5's
- 5.2 The proposals were also discussed in the local press, including BBC Cornwall and the Falmouth Packet.
- 5.3 The formal consultation period commenced on 4 May 2017 and ran until 22 June 2017, a period of 7 weeks (including one week of half term). 45 written responses were received during this period, including from the Regional School Commissioners Office.
- 5.4 A consultation meeting for parents/carers and community members took place at St Martin on 19 June from 7pm to 9.20pm (approximately). 84 people

attended this meeting. A reporter from BBC Cornwall was also in attendance at this meeting.

5.5 In addition to the above, additional written responses were received by the board from the following stakeholders after the formal consultation period had closed:

5.5.1 Letter from the St Martin School Community Action Group dated 8 July 2017;

5.5.2 Email from community member dated 9 July 2017;

5.5.3 Office of the local MP;

IT WAS RESOLVED by the Board to consider these responses, despite the fact that they were received after the end of the formal consultation period.

5.6 Copies of all the written consultation responses, and the Board's responses to these, were provided to Trustees prior to this meeting for consideration.

5.7 The main themes raised by consultees were as follows:

Statements of support for the proposal

- Support from the local authority and other educational establishments.

Statements of opposition to the proposal

- **Other closures planned.** There were no plans to close any of the other MAT schools. The Board is committed to keeping the schools in their communities, providing the best education possible for all the children at each location. .
- **Invitation to meet with the parish council not taken up by the Board.** Mrs Miller had explained to the Clerk to the Parish council that it was not appropriate for the Chair of the Board to meet with them during the consultation period.
- **Community responsibility.** The Board recognises the long history of St Martin School and are deeply conscious of the impact school closure would have on the community.

- **Location of the school is not a disadvantage.** The Board has not been able to find evidence that parents from outside the village drive past the school on the way to Helston.
 - **Low numbers at the school.** The Board members have all had a long association with small schools and understand that numbers fall and rise. They are also very aware that other schools' numbers have fallen very low in the past and have recovered. Funding is very different now, and not only as a result of academy status. The predicted numbers are supported by Cornwall County Council.
- **Finances.** The fact that other schools appear to be in worse financial position may, in part, be attributed to the variation in staff costs across the MAT. Some schools have very senior and experienced teachers whose expertise has been used to support all of the MAT schools. Their salaries are met by their home schools. Our funding is also based on the pupil census for the previous year.
- **Community help should have been sought earlier.** Staff had acknowledged previously that numbers were small but had reiterated that, *while St Martin can remain viable*, the Board would not want to close the school. Given that so few children from St Martin Community are actually attending St Martin School Trustees were unclear what action the Community could take to change this.
- **Lack of spaces in Helston and local area.** There are a number of schools on the main feeder routes into Helston which may benefit from large building developments. It is not considered likely that a sufficient number of parents will make the twice daily journey to St Martin School to change the fortunes of the school long term. Cornwall County have endorsed this view.
- **Consultation process.** The Board have sought, received and followed advice from the MAT solicitors, Browne Jacobson, throughout the consultation process.
- **Educational considerations.** Mrs Sherlock had stated at the consultation meeting on the 19th June, that collaboration was benefitting KS1 pupils who spent the majority of their time at other schools in the MAT. However, it was still felt that

KS2 pupils would also make better progress within a larger group at their own school.

- **Transport.** All children living more than two miles from their nearest school will be eligible for free transport in accordance with County policy.
- **Staffing.** Directors are very aware of the impact of instability in staffing on a school. Every effort is made at all our schools to recruit capable, enthusiastic teachers to the school. However, small schools are not necessarily attractive to teachers at the start of their career -career progress is often more difficult for teachers who have only taught very small classes. Directors seek to make the job more attractive by sharing skills across the MAT and offering staff development opportunities wherever possible.
- **Attracting pupils.** The Board recognises that establishing a pre-school may contribute to increasing school numbers. The MAT cannot legally fund a pre-school as the funding provided must be used specifically for the school age children at the school. In response to requests from parents we supported the private preschool by allowing them to use the building and lending staff to help run it. This was made on a temporary basis for the reason above. For whatever reason, parents did not choose to use it in sufficient numbers and the MAT were duty bound to not subsidise it further.
- **Collaboration across the MAT.** The MAT has arranged a number of collaborative activities including Sporting, Drama, Art and writing workshops. These have been highly successful and have allowed children to make wider groups of friends and participate in activities that may otherwise not be possible. The MAT has also retained a specialist ICT teacher and a dedicated Sports teacher who has done much to enhance the range of sporting activities available.
- **Absence of executive head teacher.** The availability and procedure for arranging to see the executive Head is publicised in every school letter.

Others comments/points of note

- **There was a conflict of interest as there are relationships between Directors and staff.** All Directors are required to declare any conflicts of interest by signing a business and pecuniary interest form at the start of each academic year. No individual is permitted to take part in any discussion/decision which affects them, or anyone closely connected with them.
 - **50% of Directors had attended only 50% of meetings.** This figure has been affected by retiring/resigning directors.
 - **A lack of local representation on the Board and no PTA.** At the time that St Martin joined the MAT, there were difficulties recruiting governors, which persisted into the change to Partners in Learning (PIL). However, there have been active attempts to recruit new PIL through advertisements in newsletters.
- 5.8 The Board wished to express their thanks to parents/carers and members of the community who have made such a significant contribution to the consultation process.

6. Consideration of options

- 6.1 Trustees were reminded that the following options had previously been considered as an alternative to the closure of St Martin:
- Keeping St Martin open
 - Mothballing St Martin - this was the original suggestion put to the parents/carers at the meeting on 23 February 2017, namely to move pupils from St Martin to Manaccan, to be educated jointly with the Manaccan pupils but retaining the registration and uniforms as St Martin.
 - Splitting KS1 and KS2 between St Martin and Manaccan - this suggestion was made by parents/carers at St Martin, namely that St Martin became a KS2 school and Manaccan a KS1 school.
- 6.2 During the consultation process, the following alternative options were put forward by consultees:
- Keeping St Martin open for at minimum period of 3 years to enable the following alleged opportunities to be explored and/or initiatives to be put into place:

- Take advantage of the fact that neighbouring schools outside of the MAT are full if not close to capacity.
- Take advantage of the fact that there is a growing population, including recent approval for housing to be built at Garras and applications for planning in Mawgan, with no immediate expansion or building of new primary schools - this will force families to move out of the closest conurbation to find primary school places.
- Take advantage of the fact that there has recently been movement in the housing market as family housing has recently been sold.
- Undertake a strategic marketing campaign to promote the fact that rural schools offer an alternative education to the larger semi-urban choices available in Helston and that St Martin is a desirable village location in which to live and raise a family.
- The introduction of 30 hours funding for pre-schoolers from September - as few settings will be able to provide this facility due to prior commitments, staff:child ratios and setting restrictions, St Martin could offer a number of pre-school places within the KS1 classroom by employing a TA with EYFS experience (or experience of running a pre-school) to coordinate the pre-school and reception children.
- Marketing of St Martin as a centre of excellence for music, art and outdoor education.
- Build the reputation of the School as a 'Learning in the Natural Environment' (LiNE) school.

The Board had responded to the options in 6.1 and 6.2 in the 19th June consultation meeting, and had nothing further to add.

6.3 The St Martin Action Group had offered four new proposals in a letter to the board on 8 July 2017.

Proposal 1 = Employ an Executive Headteacher on a temporary contract, possibly part-time, who has specific experience of strategic planning in small rural schools. It was agreed that this experience already existed within the MAT, and that, with the exception of one term, the MAT had employed an executive head. However, employing an executive head as proposed would not impact on the projected pupil numbers, and was not an alternative for St Martin.

Proposal 2 = Remodel/Restructure the whole of teaching and learning across all five schools to allow for greater flexibility in class size and staff number. This would also allow all schools (and pre-schools) to take advantage of the thirty-hour funding available from September 2017. The structure suggested would be impracticable for the year groups concerned; in addition there was no stability in the eligibility for 30 hours early years funding and this could not be relied upon. All schools had been inspected by Ofsted in recent months and had been awarded ‘Good’ judgements, indicating that the current structure is effective.

Proposal 3 = Support community members or the Action Group to look to re-open a formal pre-school once the school development plan has begun developing momentum so that in the future the younger children in Class 1 can return to a pre-school setting if deemed necessary. The Board had responded to this in the original consultation document, and had nothing further to add.

Proposal 4 = Negotiate the release of St Martin Academy from the MAT so that it could unilaterally decide to return to being a Local Authority School and join an alternative federation of local schools.

In the House of Commons briefing paper number 07059, dated 15th June 2017, ‘FAQs: Academies and free schools’ item 2.4 - Can an academy ever return to local authority control? This says: ‘There is no mechanism for an academy to return to LA control. Academies that are deemed failing or underperforming may be transferred to another MAT or sponsor or subject to other intervention from the relevant RSC (Regional Schools Commissioner). **Item 2.5** Can an academy unilaterally decide to leave a multi-academy trust, or MAT, once it’s joined? This states: ‘There is currently no mechanism for a school that is part of a MAT to unilaterally decide to leave or transfer to another MAT. Schools may however be able to negotiate an exit or transfer. Schools with concerns about their position in a MAT should seek professional guidance - e.g., from a teaching or school leaders’ union or other body.’

There had also been a suggestion that the Board model the school on an ‘island school’ where populations fluctuate significantly. The Board agreed that this was not appropriate, as there were schools close to St Martin with places available, which parents were free to attend. There was no such choice for parents living in island communities.

Trustees were made aware of an active petition, (available to the public in writing as

well as online), against the proposal, which the Board were informed had attracted over 500 signatures at the time of the meeting.

Trustees wished to record that they were aware of their financial responsibilities in this case, and that there was no financial gain to be made from the proposal to close St Martin.

7. Consideration of equality impact

7.1 The Trustees acknowledged their legal obligation to have due regard to the need to:

7.1.1 eliminate discrimination, harassment, victimisation and any other conduct that is prohibited by the Equality Act 2010;

7.1.2 advance equality of opportunity between persons who share a relevant protected characteristic and persons who do not share it - this includes having due regard to the need to:

(i) remove or minimise disadvantages suffered by persons who share a relevant protected characteristic that are connected to that characteristic;

(ii) take steps to meet the needs of persons who share a relevant protected characteristic that are different from the needs of those who do not share it;

(iii) encourage persons who share a relevant protected characteristic to participate in public life or in any other activity in which participation by such persons is disproportionately low; and

(iv) foster good relations between people who share a relevant protected characteristic and persons who do not share it - this includes having due regard to the need to tackle prejudice;

7.1.3 promote understanding with regard to the relevant protected characteristics of age; disability; gender reassignment; pregnancy and maternity; race; religion or belief; sex and sexual

orientation.

7.2 The Trustees considered the likely impact of the proposal to close St Martin on equality issues in general, and the matters which they were required to have due regard to, in particular. Trustees concluded that the proposal was unlikely to have any equality impacts.

8. **Resolution to proceed (or otherwise) with the proposal to close St Martin**

8.1 Having considered all relevant factors and their duties generally, including:

8.1.1 their duty under section 172 of the Companies Act 2006 to promote the success of the Company and their duty to have regard to the factors set out at subsection (1)(a)-(f) of that section; and

8.1.2 their duty under charity law to consider what is in the best interest of the current beneficiaries of the Company and to ensure that any changes are not injurious to those beneficiaries

IT WAS RESOLVED unanimously by the Trustees to seek permission from the Department for Education for the closure of St Martin with effect from the end of this school year (July 2017) or at the earliest practical opportunity thereafter.

9. **Next steps**

9.1 The Trustees having resolved to pursue the closure of St Martin, **IT WAS RESOLVED** that the following steps be undertaken:

9.1.1 the outcome of this meeting be communicated to the stakeholders of St Martin. A letter shall be sent (email, post or hand delivered, as appropriate) to each of the stakeholders previously listed. A copy of this letter shall also be placed on the school website. This letter shall be published by no later than Friday 14 July.

9.1.2 an application for significant change will be prepared in accordance with the relevant Department for Education guidance to set out the Board's proposal. The aim will be for

this application to be submitted by no later than Friday 4 August 2017.

9.1.3 In accordance with the powers under Article 123 of the Articles of Association of the Company, the minutes of this meeting shall be approved by the Trustees by email in advance of the next meeting to enable the minutes to be submitted with the application and to be made available to those wishing to inspect them. The aim will be for such minutes to be approved by Trustees by no later than Friday 21 July.

9.2 It was noted that, following submission of the application for significant change, the Board would be in the hands of the Department for Education so a timeline for closure could not be confirmed at this stage. However, in accordance with the resolution, the intention would be to seek closure of St Martin at the earliest practical opportunity.

9.3 In the event that the application is approved during the summer holidays, the Trustees repeated the commitment given at the consultation meeting that parents would not be notified during the school holidays that closure would take place in September. As it has been acknowledged that St Martin will remain open in September 2017, **IT WAS RESOLVED** that the following steps be undertaken: With effect from Monday 4 September, St. Martin Key Stage 1 pupils will continue to be taught for at least 3 days a week on site at Manaccan with the Manaccan EYFS/KS1 class; St. Martin Key Stage 2 pupils will be taught predominately at St. Martin in a KS2 class with opportunities for further collaboration with other MAT schools.

10. **AOB**

11. **Close and Confirm Date of Next Meeting**

There being no further business the meeting then closed, and it was noted that the next meeting of the Trustees was to be held on **Monday 17th July 2017 @ 5pm at St Keverne School.**

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Mrs Pam Miller, Chair of the Board