Nexus MAT Board of Directors Meeting
Wednesday 20 May 2026
5.00 pm – 7.30 pm via MS Teams

Present:	**Role:**	**Initials:**
Rachel Potts	Director/Member & Chair of Trust Board of Directors	Chair
Sue Shelley	Director & Vice Chair of Trust Board of Directors	SS
Gillian Askew	Director	GA
Colin Bradley	Director	CB
Phil Bradley	Director	PB
Naomi Cooper	Director	NC
James Hutchinson	Director	JHc
Javid Mahdavi	Director	JM
Ray Palmer	Director	RPa
Also Present:		
Warren Carratt	Chief Executive Officer	CEO
Rob Curran	Independent Consultant	RC
Joel Hardwick	Executive Director – Corporate Affairs	JH
Rebecca Horne	Governance Clerk	Clerk
Stephanie Rickard	Solicitor – VWV	SR
Karen Smith	Chief Finance Officer	CFO
Apologies:		
Tina Havenhand	Director	TH
Lana Stoyles	Executive Director – Business Transformation	LS
No Apologies:		
Mark Greenwood	Director	MG

1. WELCOME & APOLOGIES FOR ABSENCE	ACTIONS
1.1 Welcome & receive apologies for absence Apologies were received from TH, and LS.	
1.2 To accept apologies for absence Apologies were accepted for TH and LS.	
2. ITEMS FOR AOB	
Chair to determine any items of urgent business to be considered. None.	
3. DECLARATION OF INTERESTS	
Individual Directors to declare any personal, business/governance interests on any item on the agenda. JM declared an interest in relation to item 13. It was noted that he would recuse himself from that item and leave the meeting for its duration. The CEO asked that this be explicitly recorded in the minutes to ensure clarity and proper governance protection.	
4. NEXUS MAT BOARD OF DIRECTORS MINUTES	
4.1 To approve the minutes of the following meeting: • Trust Board Meeting held on Wednesday 29 April 2026. The minutes were approved as a true and accurate record.	
4.2 Review of Action Tracker The action tracker was reviewed and updated as appropriate with all actions complete. The item concerning the independent school proposal in Doncaster and the associated lease position remained open. JH indicated that this was expected to return in June. The CEO advised that Doncaster Council had altered it's process a number of times and that a further deferral in June remained possible. **Action: Doncaster Independent Special School Proposal to be carried forward to the June Board Meeting. Clerking Services to add to the agenda.**	**Action: Clerking Services 21/05/26 Completed**
4.3 Matters arising from the Minutes No matters arising were reported.	
5. ALLOCATION OF NEW DIRECTORS TO COMMITTEES	
The CEO advised that this item appeared to have remained on the agenda from the previous year. He confirmed that JM had already been appointed to the Finance &	

Infrastructure and Audit & Risk Committees at the time of his appointment in the autumn, and that there were no new directors requiring allocation. It was noted that committee appointments were not normally revisited annually unless there was a vacancy or another specific need for change. No decision was therefore required under this item.	
6. APPOINTMENT OF COMMITTEE CHAIRS FOR 2026/27	
The CEO reminded the board that Committee Chairs must be appointed annually. He reported that TH was willing to continue as Chair of Audit & Risk, NC as Chair of Standards, and that GA's departure would leave a vacancy for Chair of Finance & Infrastructure. He noted that JM had indicated his willingness to take on that role. The board agreed the following appointments: • TH – Chair of Audit and Risk • JM – Chair of Finance and Infrastructure • NC – Chair of Standards Committee	
7. CHAIR FOR SUMMER ACADEMY COUNCIL CHAIRS FORUM (10 JUNE 2026 @2PM) Chair advised that the Summer Academy Council Chairs Forum would take place on 10 June at 2.00pm via Teams. She explained that the meeting provided a useful opportunity to hear directly from Academy Council Chairs, understand school priorities and maintain links with local governance. SS confirmed she could attend. The Chair also confirmed availability and willingness to chair the forum.	
8. EBOR MERGER FEEDBACK	
Chair introduced the item and noted that some board members had not had the Ebor management accounts included in their meeting papers. The CEO confirmed that no separate documents had been circulated with the board pack for this item and proposed that, in future, relevant attachments be included with agenda papers. The CFO confirmed that the documents had been uploaded to Governor Hub. **Action: CFO to add Ebor Management Accounts documents to future meetings.** The CEO provided an update from the recent Merger Advisory Group meeting. He explained that the Department for Education had requested further documentation for the merger, including a "day one plan" for the new Trust, even though both existing Trusts are already well established and high performing. He noted that George Edmund, acting on behalf of the diocese and serving as project manager, had undertaken substantial work to draft and progress these requirements. The CEO said the meeting had reinforced the need for careful, accurate language when describing the diocese's role. He met with the Project Manager afterwards to emphasise the importance of appropriate nuance. He also noted that Debbie Clinton, the Chair designate of the merged Trust, had rightly stressed that the project manager is accountable to the board. Finally, The CEO advised that the most realistic target date for the merger now appears to be 1 September 2027, subject to further DfE processes, and that project milestones will need to be adjusted to reflect this revised timeline.	**Action: CFO 24/06/26**

SS reflected that she had found parts of the merger discussion difficult to follow and suggested that a short pre-briefing ahead of future advisory group meetings might help directors engage more effectively with the detail. The CEO agreed that this would be useful and could be picked up in the monthly chair/vice chair meetings, and also noted that merger related agenda items had been combined for future meetings to improve clarity. **JM asked whether the diocese believed it held more influence than was appropriate, including its stance on proposed name changes and whether the current articles gave members unusually extensive powers.** The CEO said that although the diocese's formal powers appeared extensive, they did not translate into equivalent practical control. He explained that the diocese mainly sought protective powers for church schools, not the wider Trust, and that George Edmunds was open to clarifying or amending the merged articles if needed. He added that some existing Ebor article's provisions were outdated or impractical and would need review during the legal drafting process. **GA queried the scale of the estimated roof repair costs associated with St Andrews and asked whether there was confidence in the integrity of the process used to reach that figure, given the future implications for the merged Trust.** The CEO advised that Ebor has a procurement lead working under experienced operational leadership and that there was no reason to doubt compliance or process integrity. JH clarified that the total figure related to a phased programme of roof works over a number of years rather than a single procurement exercise, and that the immediate priority scheme was the lower value element being supported by diocesan funding. **Chair asked whether Ebor had completed a broader assessment of estate need across its portfolio, particularly in light of future DfE expectations around estate strategies and the pressure already visible through St Andrews.** The CFO explained that Ebor did have condition information and quotations for works, but that the estate information was not prioritised or structured in the same way as Nexus's approach. She noted that capital pressures exceeded available School Condition Allocation funding and that this had contributed to a growing capital deficit over the last three years.	
8.1 Ebor Management Accounts The CFO reported that Ebor's management accounts had improved in presentation, with clearer narrative and breakdowns, but still provided only a partial picture because capital pressures were not properly integrated. She noted that Ebor had budgeted for a broadly break-even position, whereas the latest forecast showed a revenue deficit of around £200k, a deterioration of roughly £230k against budget even after additional in-year funding. She added that the forecast included about £362k of reserves transferring on St Andrews' conversion; excluding this one off benefit, the underlying position was significantly weaker, closer to a £500k deficit.	

The CFO noted that schools across the Trust were still holding around £600k in contingency, but this was being managed informally rather than fully centralised to address Trust wide pressures. She concluded that, despite improvements in presentation, the financial position remained weak once capital liabilities and one off benefits were removed.	
9. TRUST BOARD SELF-ASSESSMENT REPORT 2026	
JH presented the board self-assessment, noting it showed a strong overall skills base. He said the lowest-scoring areas were still relatively strong and were partly due to newer directors not yet having completed a full strategic cycle with Nexus. He added that relevant training was available and that themes such as strategy development could be addressed further during the September development day. SS suggested that it would be helpful to have a simple annual reminder or aide-memoire setting out the key governance tasks and mandatory training expected each year, as it was easy to lose track of what had been completed and when. JH agreed and suggested using the September session to cover required annual items, Safeguarding, Prevent and Cyber training and to identify any wider development opportunities for the board. **Action: JH to bring Trust Board Self-Assessment Report to the September Trust Board Development Day.**	**Action: JH 23/09/26**
10. KENWOOD ACADEMY OFSTED REPORT	
The board received the Kenwood Academy Ofsted report and welcomed its positive recognition of the school's work. The Chair said it reflected what inspectors had shared on the day and conveyed the school's ethos and impact well. The CEO added that, although he still had reservations about the inspection framework for special schools, the report captured Kenwood's leadership, culture and contribution to the lives of pupils effectively. He also noted an improvement in presentation, with the removal of misleading comparative commentary on special school capacity following earlier Nexus MAT representations. The CEO added that the report should be viewed in the context of a school operating under significant SEND pressures and across multiple sites, and that Kenwood's success was supported by the wider Trust ecosystem, place planning, finance, estates and Local Authority relationships, which had helped provide a stable platform for the school to thrive. PB highlighted the example of "Grace" as a strong illustration of the school's impact. NC added the report powerfully reflected the Trust's values, stressing the life changing importance of re-engaging children who had been out of school, and asked that this be clearly captured in the minutes. Chair agreed, noting that her visit had shown the same ethos, and highlighted the report's descriptions of pupils reconnecting with learning, flourishing and feeling safe. GA highlighted report sections showing pupils' enthusiasm, commitment and the highly effective work to remove barriers, particularly significant given Kenwood's complex context.	

CEO added that, although the Trust did not usually publicise inspection outcomes heavily, this achievement was important for both Kenwood and the Trust's wider system role.	
11. MERGER ADVISORY GROUP	
As discussed above.	
12. POLICY REVIEW REPORT	
The CEO presented the policy review report and advised that a further amendment had been made to the attendance policy on the day of the meeting. He explained that the Trust had identified a need for more precise reporting on authorised absence linked to medical procedures and subsequent convalescence, particularly in schools where this materially affected attendance analysis. He therefore proposed the use of an additional non statutory code from September 2026 to enable more accurate internal reporting and understanding of pupil cohorts. Chair asked whether directors were content to approve the proposed policy changes, including the additional attendance coding amendment outlined verbally at the meeting. **Action: Policy briefing to be issued as usual.** **The Board approved the proposed policy amendments, including the further amendment to the attendance policy.**	**Action: JH 24/06/26**
13. ICT FRAMEWORK – FULL PROPOSAL	
Minuted as confidential Appendix 1.	
14. ANY OTHER URGENT BUSINESS	
Chair gave her apologies in advance for the June Board meeting, and SS agreed to chair that meeting in her absence. The Chair thanked all present, including Rob Curran and Stephanie Rickard.	
15. REVIEW OF RISK None.	
To consider any new risks identified during the meeting for referral to Trust Committees. None.	
16. CONFIDENTIALITY	
To consider the confidentiality of any items discussed during the meeting. The board noted that item 12 was to be treated as confidential and circulated accordingly. This is minuted as confidential Appendix 1.	
17. DATES OF FUTURE MEETINGS	

Wednesday 24 June 2026	17:00 – 19:30	Nexus HQ
Wednesday 22 July 2026	17:00 – 19:30	Nexus HQ

Minutes approved.

CHAIR	SIGNATURE	DATE