



## Nexus MAT Board of Directors Meeting Wednesday 19 October 2022 5 pm - 7.30 pm Nexus HQ

<b>Attendees:</b>		
Rachel Potts	Director/Vice Chair of Trust Board of Directors – Acting Chair	RP
Gillian Askew	Director (via MS Teams) (left meeting at 5.30 pm and re-joined at 6.30 pm)	GA
Steve Booth	Director	SB
Peter Castleton	Director	PC
Naveen Judah	Director	NJ
Ray Palmer	Director (via MS Teams)	RPa
Sue Shelley	Director	SS
<b>Also Present:</b>		
Warren Carratt	Chief Executive Officer	CEO
Joel Hardwick	Assistant CEO – Strategy & Partnerships	JH
Jacky Tattershall	Assistant CEO – Quality Assurance & Improvement	JT
Karen Smith	Chief Finance Officer (via Teams) – until 17.55	KS
Vicky Hawksley	Governance Clerk	VH
Tracie Lockwood	Governance Clerk – Observer	TL
<b>Apologies:</b>		
Mark Greenwood	Director	MG
Julie Westwood	Governance and Policies Manager	JW
Andrew Child	Director/Member & Chair of Trust Board of Directors	Chair

1. WELCOME & APOLOGIES FOR ABSENCE	ACTIONS
<p>1.1 Welcome &amp; receive apologies for absence</p> <p>Apologies were received for AC, MG and JW.</p>	
<p>1.2 To accept apologies for absence</p> <p>Apologies were accepted for AC, MG and JW.</p>	
2. ITEMS OF AOB	
<p>Chair to determine any items of urgent business to be considered</p> <p>Member resignation.</p>	
3. DECLARATIONS OF INTEREST	
<p>3.1. Individual Directors to declare any personal, business/governance interests on any item on the agenda</p> <p>RP declared an interest relating to item 6 on the agenda. RP's son-in-law is a non-teaching member of staff at Nexus and her daughter is a teacher at Nexus. The CEO advised it was appropriate this was declared, though it does feature in RP's business interests' form. CEO advised Directors that the nature of the decision making for item 6 as such that RP need not abstain from a vote unless Directors felt this necessary.</p>	
4. TRUST BOARD OF DIRECTORS MINUTES	
<p>4.1. To approve the minutes of the following meeting:</p> <p>The minutes of the meeting held on 20<sup>th</sup> July 2022 were reviewed and agreed.</p>	
<p>4.2. Review of Action Tracker</p> <p>The outstanding actions on the tracker were reviewed and updated. All actions were reported as complete.</p> <p>KR explained that a new format for the budget reports has been created and this was agreed by the A&amp;R Committee at the meeting last week. The first set of P1 reports using this new format will be issued to everyone next week.</p> <p>RP noted that very positive feedback had been received on this new format by all present at the A&amp;R Committee meeting last week. Directors acknowledge that there are limitations to the new system but welcomed the improvements in efficiency for officers with the report.</p>	
<p>4.3. Matters arising from the Minutes</p> <p>Page 3 – A – reporting on the risk in relation to higher pay. SS noted that the A&amp;R committee would like a report on the make-up of the workforce and this will be actioned for the next meeting.</p>	

<p>RP referred to the action for the CEO to amend the safeguarding report. This has now been completed and CEO confirmed that the Safeguarding Statement of Assurance is published on the Trust's website.</p>	
<p><b>5. Accounting Officer Annual Report – to approve</b></p>	
<p>CEO explained that this report had been tabled at the Directors Away Day on 29 September but noted that some lines of text had been omitted. This has now been corrected for the Board papers. Directors were asked to let CEO know if there are any material changes required to the annual report.</p> <p>CEO explained that Page 6 relates to forecast outturn for 2021-22 and these figures were taken from the most recent budget report at the time. We may now be able to obtain a more up-to-date figure for consolidated income from KS.</p> <p><b>The report was unanimously approved by all Directors present at the meeting.</b></p>	
<p><b>6. Realignment with NJC inflationary award – to approve</b></p>	
<p>A detailed report had been circulated in advance by CEO who outlined the two key recommendations in the report:</p> <p>a) It is recommended that we agreed to revert to a 1<sup>st</sup> April inflationary award date for all NJC staff and this was agreed by Directors. CEO explained that the level of the increase means that the April date works more fairly for staff. Only one union responded on point two but we did not consult with unions on point 1, and the CEO pointed out that consultation with unions is not needed as this is a national pay award date so marks a realignment not a deviation from national conditions. Also, GMB and Unison had asked for this change.</p> <p>PC noted that the non-teaching unions (GMB, Unison and Unite) are in the process of balloting their members on whether to accept the offer or not. PC asked if the CEO thought strike action was likely.</p> <p>CEO stated that we should be expecting unions to be balloting their members on possible strike action as this precedent has already been set by the RMT and other public sector unions. CEO stated that there is no additional funding available for this increase and trusts will need to fund this from their own budgets. CEO therefore expected strike action to take place.</p> <p>CEO noted that backdating this pay award from April to August will cost the Trust around £0.5m in total.</p> <p><b>Has there been any official government response to the lack of funding for this award?</b> CEO explained that there has been nothing so far.</p> <p><b>How much of a financial risk is an increased offer of above 5% to the Trust?</b> CEO explained that this is a huge financial risk and we have to ensure that we meet</p>	

the threshold to remain a going concern. We will also have to plan for efficiency savings as a matter of urgency. The Finance Team are currently assessing what the real-terms impact will be for this and exploring with Heads where savings could be made. CEO stressed that we have worked hard to ensure we have financial resilience and cash reserves which can underwrite any in-year deficits until we find out what the future of school funding will be, or until we can achieve the required cost savings.

**Where would we see the main thrust of savings in say, 18 months' time, when reserves are depleted? Could this be in staffing levels?** CEO explained that this is the most likely possibility, though the Trust will pursue increased funding from commissioning LAs, too.

CEO feels there will be some difficult decisions required in the future but we do have reserves and can allow schools to operate with in-year deficits at the moment, whilst the safest and most sensible means of achievable cost reductions can be determined.. CEO pointed out that all schools and MATs will be in a similar position across the country.

**As a Board, do we need to respond to this situation before it becomes critical?** CEO advised that he felt the current meeting structures were sufficient. CEO explained that there is a clear check and balance system operated by the Trust and we have really strong systems and processes in place within our financial system and questions raised at the A&R Committee routinely come through the Board as well. SS and KS speak regularly about the financial situation.

RPa agreed that meaningful discussion was held at the A&R Committee and we will continue to monitor this situation as time progresses. RPa is confident that the Trust can react accordingly to the pressures it is facing.

- b) 5% teaching staff payscale uplift. This has been published by the government. CEO explained that we are implementing the pay award that the government have published and will refer to this as an interim award until such time as this is finalised.

**Both recommendations were approved unanimously by the Board.**

CEO will bring a proposal on NJC pay to the Board in the next few weeks.

**ACTION:  
CEO  
23.11.22**

## 7. Budget Monitoring

The August report was circulated with the meeting papers and this was discussed in detail at the A&R Committee last week, where the risks associated with pay awards were acknowledged by Directors.

KS explained that the year-end forecast shows the improvement in our forecast between July and August and once we have factored in the backdating of the pay award and some other minor changes we expect to finish the year as budgeted, probably with a small in-year surplus of around £200k. The Trust is in a strong position given the unexpected commitments relating to pay that have arisen.

**CEO asked: Do these reports reflect the assumptions relating to the discourse we are currently engaged in with Doncaster Council?** KS explained that the risk from these assumptions will be from September onwards and there are no significant changes to these numbers.

CEO explained that we have received a letter from Doncaster Council which reneges on aspects of the funding uplift confirmed in March 2022. This equates to around £360k across the schools.

CEO explained how the minimum funding guarantee works and what this equates to in terms of budgets for school. JH and CEO have been analysing the figures and looking at the whole-school budget increase that Doncaster Council have provided and, when one removes the teacher pay and pension grant, this equates to a £1.4% increase of total budget, not the 4% asked for. There is potential for us to obtain more funding as 1.4% is lower than we should be receiving.

CEO explained that we are seeking legal advice and we may have to have a negotiated settlement with Doncaster Council on this.

**Is this funding issue with Doncaster authority and are there any other MATs or authorities who have this issue?** No, we are the only Trust in Doncaster that maintain special schools. More narrative will be provided on this in future budget reports.

## **8. 2022 Workforce Engagement Statement – to receive and scrutinise**

CEO invited questions on this report which had been circulated with the meeting papers.

JT explained that in terms of employee voice the report is very positive.

**Are there areas where further work is required and whether we should be saying how we are addressing these?** CEO responded by saying that this is a report which is published on our website for external audiences. The employee opinion survey was less positive than the previous one and work is already underway on the areas where further developments are needed. CEO has been clear with Headteachers and the wider workforce what areas we need to focus on.

SS stated that this is a very open report and that there is value in carrying this out at the same time each year. RP acknowledged this and also noted that the Employee Opinion Survey was discussed in detail at the Standards Committee.

SS noted the age breakdown of staff and that there is a balance of staff in different age groups.

**RPa referred to the completion rate of 43% and asked whether this survey is to be repeated at the same time next year?** CEO explained that we now have a live report of HR data and will conduct this exercise again in 2 years' time.

CEO explained that the Employee Opinion Survey is carried out every other year and that the Trust has the mechanisms and indicators in place to look at staff turnover, exit

<p>interviews etc which allow us to respond in a targeted way if needed, via the dashboard</p> <p><b>Is there any benefit in producing a breakdown of what we mean by workforce, e.g. teaching staff, non-teaching staff and can we get a sense of who is completing this survey?</b> CEO will update this report to give context about the percentage split between teaching and non-teaching staff.</p> <p><b>On that basis, Directors unanimously approved the publication of the report.</b></p>	<p><b>ACTION: CEO 23/11/2022</b></p>
<p><b>9. Strategic Business Plan Update Report – to receive and scrutinise</b></p>	
<p>CEO gave an overview of the report and its purpose. CEO explained that we have streamlined the CSIF and its activity and have brought in personnel who have shared our values and ethos.</p> <p>JT explained how support and challenge has been undertaken and JT is working with new executive leaders to look at quality assurance and improvement work.</p> <p>We have looked at the dashboard indicators and aligned these to our QA work so that there are evidence-based judgements that are accurate and reliable.</p> <p>These initiatives have been broadly welcomed by Headteachers but it was acknowledged that there were a lot of central Trust staff visiting schools so we have tried to spread this more evenly by creating a calendar so we can see where staff are. Headteachers also have a clear vision of the next steps of this process.</p> <p><b>Is the annual conference the first of its kind that we have done?</b> CEO explained that this will be the fourth conference we have held and that it may be biennial in future.</p> <p>CEO explained the logistics of the conference and noted that this year’s event will be held at Winterhill in the afternoon and Magna in the morning as Winterhill has sufficient breakout spaces for our workshop requirements, but not enough space for a key note address for all delegates, whereas Magna is the opposite. There will be keynote speakers in the morning and workshop sessions in the afternoon.</p> <p>Objective 2 in the report relates to developing partnerships. We anticipate that we could have between 20-30 schools in the Trust by the end of this year.</p> <p>We have submitted an application to sponsor Holgate Meadows and CEO explained the due diligence process around this. Sponsorship gives us a legitimate role in improvement before conversion but does not mean that we have to take this school into our Trust. Our challenge as sponsor is to ensure that the school has a viable cohort, effective leadership and governance in place. The outcome of our application to sponsor this school will be made at the Advisory Board on 8<sup>th</sup> November. CEO will update Directors accordingly.</p> <p>Capacity has been created centrally to support this school if our application is successful. CEO pointed out that any deficit from a school which is being sponsored stays with the Local Authority.</p>	<p><b>ACTION CEO 8.11.22</b></p>

<p>PC raised concerns about the amount of resources required to support this school and feels that very detailed discussions will be needed on how we manage this at the appropriate time. CEO reassured Directors that our aim is to create capacity from within the schools themselves wherever possible.</p> <p>JH explained that we are undertaking a pilot process looking at how the DfE supports MATs with procurement. This has been a really useful exercise and we now have an excellent Procurement Lead in post. A report on this will be submitted to the Board in due course.</p> <p>CEO explained that we are considering submitting an application for an alternative provision free school for Nottinghamshire and are awaiting the outcome of this.</p> <p><b>Directors accepted the report without further questions.</b></p>	
<p><b>10. MAT Dashboard – to receive and scrutinise</b></p>	
<p>CEO gave an overview of the report and its purpose. CEO is confident that the judgement of Good with Outstanding features is accurate.</p> <p>RP stated she felt the report reflected where she saw developments and improvements across the Trust. SB asked if references to LGBs would be changed for future reports and the CEO confirmed they would be.</p> <p><b>Directors accepted the report without further questions.</b></p>	
<p><b>11. Risk Register – to receive and scrutinise</b></p>	
<p>CEO gave an overview of this report and its purpose. Updates on risks are provided within the document and the Trust has a separate Financial Risks Register.</p> <p><b>Relating to the financial risk on Page 12 which is RAG rated as red, is this purely relating to personnel or does it relate to cost pressures and other risks</b> CEO explained that changes in personnel risks our controls being weakened, naturally. CEO is optimistic that we will have enough assurance that this risk will reduce to amber during this year.</p> <p><b>Do we need to consider the possible risk of strike action and would this come under one of the headings in the report?</b> CEO explained that whilst this is a risk, it would not affect our funding as the risk would relate to children’s learning rather than anything funding related, but that the extent of strike action needs to be clearer before any assessment of actual risk is made.</p>	
<p><b>12. Policy Review Report – to approve</b></p>	
<p>CEO explained the summary document relating to the policies for approval. The main points to note are:</p> <p>Pay Policy – includes provision to provide a bridging loan to staff in exceptional circumstances. We have not had cause to do this yet but this policy allows us to do</p>	



<p>this if absolutely necessary and would only ever occur as a result of a Trust error where a member of staff has been overpaid.</p> <p><b>Are we aware of when families are in hardship and how would we support them?</b> We aim to give a positive message to both parents and staff that we are available to offer support if needed. We do signpost staff and parents to external organisations for support where appropriate. The Employee Assistance Programme we offer also consists of a financial advice section for staff to use.</p> <p>We have Family Support Teams whose responsibility it is to signpost families and staff to appropriate organisations when needed.</p> <p>Agreed that we should consider what impact the cost of living crisis has had on our families and use the Staff Parliament to gather data on the impact on staff as well.</p> <p>Smoking Policy – the policy now states that smoking has to be out of sight of the school entrances. We also need to ensure consistency across schools for allowing staff to take smoking breaks during the school day.</p> <p>Health and Safety – RPa sought clarification on the reference to providing contributions to glasses for driving. This is in place for use of DSE but RPa is unaware of this for driving. CEO explained that this relates to distance and that we do not expect this to be an issue. CEO to provide the legislative detail driving this statement to RPa.</p> <p>It was agreed that the Health and Safety policy will be approved, subject to clarification at a later date once RPa has a chance to review the legislative detail outlined above</p> <p><b>All updates to policies were unanimously approved by Directors.</b></p>	<p><b>ACTION CEO Completed</b></p>
<p><b>13. Academy Trust Handbook 2022 – for information</b></p>	
<p>Item covered earlier in the meeting within the documents circulated by KS.</p>	
<p><b>14. ANY OTHER URGENT BUSINESS</b></p>	
<p>CEO reported that Paul Girling has resigned as a member of the Trust. CEO wished to record the Board’s gratitude for his contribution to the Trust and to wish him well.</p> <p>We are now actively seeking a new Member.</p>	
<p><b>15. REVIEW OF RISK</b></p>	
<p>To consider any new risks identified during the meeting for referral to Trust Committees.</p> <p>Nothing to add.</p>	
<p><b>16. CONFIDENTIALITY</b></p>	
<p>To consider the confidentiality of any items discussed during the meeting.</p>	



**17. DATES OF FUTURE MEETINGS**

Wednesday 23 <sup>rd</sup> November 2023	17:00 – 19:30	<b>Via Teams</b>
Trust Board Extra Ordinary Meeting – Pre-accounts Wednesday 7 <sup>th</sup> December 2022	17:00 – 19:30	<b>Via Teams</b>
Wednesday 14 <sup>th</sup> December 2022	17:00 – 19:30	Nexus HQ
<b>Members AGM Monday 16<sup>th</sup> January 2023</b>	<b>17:30 – 19:00</b>	<b>Nexus HQ</b>
Wednesday 25 <sup>th</sup> January 2023	17:00 – 19:30	<b>Via Teams</b>
Wednesday 1 <sup>st</sup> March 2023	17:00 – 19:30	Nexus HQ
Wednesday 29 <sup>th</sup> March 2023	17:00 – 19:30	<b>Via Teams</b>
Wednesday 26 <sup>th</sup> April 2023	17:00 – 19:30	Nexus HQ
Wednesday 24 <sup>th</sup> May 2023	17:00 – 19:30	<b>Via Teams</b>
Wednesday 28 <sup>th</sup> June 2023	17:00 – 19:30	Nexus HQ
Wednesday 19 <sup>th</sup> July 2023	17:00 – 19:30	<b>Via Teams</b>

**Minutes approved**

<b>CHAIR</b>	<b>SIGNATURE</b>	<b>DATE</b>