



Nexus MAT Board of Directors Meeting Wednesday 14th December 2022 5 pm - 7.30 pm Nexus HQ

Attendees:		
Andrew Child	Director/Member & Chair of Trust Board of Directors	Chair
Gillian Askew	Director (via Teams)	GA
Steve Booth	Director	SB
Peter Castleton	Director	PC
Mark Greenwood	Director	MG
Naveen Judah	Director	NJ
Ray Palmer	Director	RPa
Rachel Potts	Director/Vice Chair of Trust Board of Directors	RP
Sue Shelley	Director	SS
Also Present:		
Warren Carratt	Chief Executive Officer	CEO
Joel Hardwick	Assistant CEO – Strategy & Partnerships	JH
Vicky Hawksley	Governance Clerk	VH
Karen Smith	Chief Financial Officer	KS
Apologies:		
Jacky Tattershall	Assistant CEO – Quality Assurance & Improvement	JT

1. WELCOME & APOLOGIES FOR ABSENCE	ACTIONS
<p>1.1 Welcome & receive apologies for absence</p> <p>Apologies were received for JT.</p>	
<p>1.2 To accept apologies for absence</p> <p>Apologies were accepted for JT.</p>	
2. ITEMS OF AOB	
<p>Chair to determine any items of urgent business to be considered</p> <ul style="list-style-type: none"> • Update on Willows School • Feedback on DfE matter • Urgent HR matter for Directors' attention. 	
3. DECLARATIONS OF INTEREST	
<p>3.1. Individual Directors to declare any personal, business/governance interests on any item on the agenda</p> <p>CEO declared that he, SB, KS and JH had an interest in Item 8 on the agenda and would therefore leave the meeting for this item.</p>	
4. TRUST BOARD OF DIRECTORS MINUTES	
<p>a. To approve the minutes of the following meeting:</p> <p>The minutes of the meeting held on 23rd November 2022 were reviewed and agreed.</p>	
<p>b. Review of Action Tracker</p> <p>The outstanding actions on the tracker were reviewed and updated.</p>	
<p>c. Matters arising from the Minutes</p> <p>None.</p>	
5. Annual Accounts – to take a decision	
<p>KS reported that the updated report has been amended in the last 24 hours, to reflect the correct year for their signing (this had previously said 14.12.21). . The Auditors have now confirmed all other changes have been made to the accounts which were requested when reviewed at a pre-Board meeting on 7th December.</p> <p>No further questions were raised on these accounts and Directors unanimously agreed to adopt these accounts. KS will confirm with the auditors that these accounts have now been accepted.</p>	<p>ACTION: KS 16/01/23</p>
6. Strategic Annual Business Plan update report – to receive and scrutinise	
<p>CEO provided a brief overview and asked for any questions.</p>	

CEO reported that the Trust was scheduled to meet with 10 Barnsley primary schools last week but the meeting was cancelled by them. The Barnsley primaries are now looking to reschedule this for January 2023.

JH has met with N Heath, Assistant Director for Education & Skills at RMBC, to discuss the Trust taking a lease for The Rowan Centre which is currently empty. The Trust is hoping to take this on as a post-16 centre from September 2023. JH is reasonably optimistic about this option as they are keen for us to free up places at Hilltop and Kelford.

Which governor has resigned from the Hilltop Academy Council? CEO explained that HW has resigned due to increased work commitments.

CEO explained that all the Academy Councils, except one, have taken place this year and have been more focused and purposeful.

Have you any feedback from participants of Academy Council meetings? Are they seeing value in the change? CEO stated he has not been asked for feedback at this stage but an evaluation will take place at the end of this academic year.

In the new model, are there still link governor roles? CEO explained that this is not an expectation or a requirement now. We no longer need link governors in safeguarding and the Terms of Reference do not refer to link governors. Academy Councils can appoint link governors but the Trust does not prescribe that they should.

Are the DSLs within the schools happy with this arrangement? The CEO consulted with Headteachers who welcomed this change.

Who chairs the Transformation Board and who leads on this? CEO will be chairing this Board and Terms of Reference have been created. The Board looks at areas relating to system change in areas such as, finance, HR, ICT etc. and how these link to other systems within the Trust. The purpose of the Board is to ensure that change initiatives are strategically and operationally connected. Meetings will start in January and minutes will be published on Governor Hub. AC requested to be invited to this meeting.

What is the BBC documentary referred to in the report? CEO explained that this was filmed at Hilltop by the BBC education correspondent and focussed on issues around the high needs budget and SEND provision. The CEO explained that Hilltop is a prime example of a school that has expanded with minimum capital investment. The school and its pupils are thriving despite there being insufficient space. The Headteacher was interviewed along with some students and parents and the BBC are planning a further visit in January.

Do we have any editorial control about what is broadcast? CEO stated yes, we will be given the opportunity to see the footage prior to it being broadcast.

Is there a timescale for school budgets being reset (page 7)? CEO advised that we do not revise the budgets at this stage and that what this report is reflecting

ACTION:
JH
16/01/23

is that Assistant CFOs have been working with Heads to revise assumptions for the year and close any financial gap that has emerged. Budgets will not be reset for Directors, but monthly management accounts will allow Directors to track progress made compared to the budget set in the summer of 2022.

GA asked where the Procurement Pipeline will be published? This will be published on the Trust website as this needs to be easily accessible to stakeholders.

GA referred to the voluntary work being undertaken at Abbey School by JCs widow and asked for an update on this. CEO to provide an update at the next Board meeting.

When will the 3-year Procurement Pipeline be discussed at Audit and Risk Committee? This will be discussed at the February meeting.

PC expressed thanks to JT for her work on the Improvement Plan which has been very thorough and clearly evidenced.

**ACTION:
CEO
25/01/23**

7. Academies Dashboard Report – to receive and scrutinise

Appendix A – Dashboard – this has been updated since the last Board meeting. The revised format gives a more straightforward view on the outliers. Coppice and Kelford are the main concerns and interventions and improvement plans are now in place.

The absence of key evidence from Coppice meant that we had to judge the school as RI. However we believe that the school should improve swiftly when appropriate evidence is available, as is required.

The CEO noted that the Schools Performance Scrutiny Board is a strong forum for identifying issues in school and triangulating intelligence and data.

An external review was carried out at Pennine View where there are concerns about the strength of the narrative around the Geography and History curriculum as teachers are not able to talk clearly and confidently about these curriculum areas. The Trust has moved quickly to address this and work will be undertaken to stress test this further by a suitably experience, high quality curriculum leader.

SB asked about the reference to Coppice, self-evaluating as Good. Why is this different to the Trust assessment? CEO stated it is because the school has not submitted the evidence to support this self-evaluation.

Directors felt that this is a comprehensive report which is clear and easy to understand and it is easy to identify where work is needed to be done.

8. CFO and CEO Appraisal Outcomes – to receive and scrutinise

Both items were minuted separately as confidential appendices.

9. Budget Monitoring – to receive and scrutinise

<p>KS explained that the P2 budget monitoring report has been circulated with both the support staff and teachers' pay awards included. The Trust is now showing a deterioration in our forecast by around £800k. The Trust level in-year surplus is just over £1m but this includes income from Evolve. The Trust's forecast reserve is still healthy and carry forwards will be updated in the next report. The main change relates to the pay award which is mitigated by delays in recruitment and staffing changes.</p> <p>We are hoping that the impact of the Minimum Funding Guarantee will have a positive impact and have assumed a 2% increase of top up from growth.</p> <p>SB requested clarification that the figures referred to on page one, reserve position, should be shown in thousands and requested a narrative on these figures? KS to action.</p>	<p>ACTION: KS 25/01/23</p>
10. Worsborough Centre – Capital Scheme – to take a decision	
<p>A. Design PowerPoint</p> <p>JH explained that he is requesting Directors to delegate authority to the CEO to approve spend, details of which are included in the report, following a tender process. This was delayed because of internal and external designs. Because of this we are unable to complete the tender process and bring to the Board at this stage. We have invited two contractors to quote for this and are reasonably confident we will receive two tender returns.</p> <p>CEO explained that the overall programme and contract is funded by Barnsley LA and they are comfortable with the action the Trust is taking and we are confident that the risk to Nexus is minimal.</p> <p>GA asked where the tender was advertised? On the Trust's website in conjunction with Barnsley Council.</p> <p>What is the value we are expecting? £450k.</p> <p>AC noted that paragraph 2.1 refers to a figure of up to £600k? JH explained that this was used as a starting point as we do not know what the quotes will be.</p> <p>GA asked if we are planning for a standstill period after contracts are awarded? Yes, this would normally be 10 days.</p> <p>Directors agreed to delegate approval for the contract of up to £600k to the CEO and this was unanimously agreed by all present on the proviso that we adhere to the 10-day standstill period after the contract is awarded.</p> <p>A brief report will be provided for Directors at the next Board meeting.</p>	<p>ACTION: JH 25/01/23</p>
11. Changes to Trust Energy Procurement – to take a decision	

<p>CEO explained that this item needs approval by Directors. KS explained the agreement to move all our schools to a public sector organisation, Crown Commercial Service (CCS) – this is a long-term project and means that energy prices would be unbeatable by any of the main energy companies.</p> <p>The quality of support from CCS is better and KS is expecting that schools will see a reduction in energy costs.</p> <p>Have we got it in writing that we can pull our schools out of this without incurring penalties? KS explained that we have already contacted our current suppliers and they have confirmed that we can pull out without penalties.</p> <p>GA asked what the exit clauses are on the agreement with CCS? Are we satisfied that if things change we can move providers again? KS explained that we would be required to give a 30-month notice period so this is a longer term commitment.</p> <p>Do we have protection in terms of pricing – are we satisfied from due diligence that we are minimising the risk as much as possible? KS explained that the prices will change but they are less volatile than other energy suppliers.</p> <p>GA noted that, of all the public sector organisation in this area, CCS are probably the best in terms of energy provision.</p> <p>RPa asked if we have spoken to any others who are working with CCS? Not in terms of other MATs but Sheffield schools are moving over to CCS en masse.</p> <p>SB asked if KS could give any indication on what the savings might be on this? KS explained that it is very difficult to say because of the current situation with energy prices, but it would avoid an extra £100,000 per year on costs.</p> <p>Will the new schools we take on in future move to the CCS framework? Possibly, we would look at this at the time of joining.</p> <p>NJ asked if this means that the short-term forecast will be more robust? KS said it would.</p> <p>Directors unanimously approved the proposals to move all schools to CCS as of April 2023.</p>	
<p>12. Asset & ICT Strategy Refresh Timeline – to receive and scrutinise</p>	
<p>JH is proposing to take a draft strategy to the Audit and Risk Committee in February 2023 relating to how these areas are developing alongside our growth whilst maintaining our values and supporting our strategic objectives across the Trust.</p> <p>AC asked if this strategy will also be discussed at the Transformation Board? JH explained that the decision will be made by the Audit and Risk Committee but will also be discussed at Transformation Board.</p>	<p>ACTION: JH 06/02/23</p>
<p>13. Craggs Planned Admission Number Change – to take a decision</p>	

<p>JH explained that consultation is currently underway for Craggs to reduce its PAN from 60 to 45. Capping numbers at 45 will give the school the ability to plan effectively and also to operate a class size of 30. Consultation is underway with parents at the moment but we are not anticipating any objections to this.</p> <p>PC asked about the potential of larger class sizes and what the impact would be on children’s education? JH explained that the school is operating below the current 60 PAN, and therefore mixed classes would allow for greater efficiencies in school and that this wasn’t uncommon.</p> <p>Directors unanimously agreed to receive a proposal pending the outcome of the consultation on the changed PAN. A decision will be made post-consultation.</p>	
<p>14. Any Other Urgent Business</p>	
<ul style="list-style-type: none"> • Willows School – the CEO confirmed that the school has been approved to join Nexus pending due diligence. • Feedback on DfE matter – CEO shared the experience of this week, where the DfE Regional Director had talked directly to the Chair about a matter that really should have been discussed with the CEO. CEO will share the letter he has subsequently sent to the Regional Director to provide details for the Board. <p>Urgent HR matter for Directors’ attention – CEO referred to an operational HR matter, without going into detail, for Directors’ information. .</p>	
<p>15. Review of Risk</p>	
<p>To consider any new risks identified during the meeting for referral to Trust Committees.</p> <p>None.</p>	
<p>16. CONFIDENTIALITY</p>	
<p>To consider the confidentiality of any items discussed during the meeting.</p> <p>Item 8 minuted separately as Appendix 1 and Appendix 2.</p>	
<p>17. DATES OF FUTURE MEETINGS</p>	

Members AGM Monday 16th January 2023	17:30 – 19:00	Nexus HQ
Wednesday 25th January 2023	17:00 – 19:30	Via Teams
Wednesday 1 st March 2023	17:00 – 19:30	Nexus HQ
Wednesday 29 th March 2023	17:00 – 19:30	Via Teams
Wednesday 26 th April 2023	17:00 – 19:30	Nexus HQ
Wednesday 24 th May 2023	17:00 – 19:30	Via Teams

Wednesday 28 th June 2023	17:00 – 19:30	Nexus HQ
Wednesday 19 th July 2023	17:00 – 19:30	Via Teams

Minutes approved

CHAIR	SIGNATURE	DATE