



**Members AGM Meeting  
Monday 18<sup>th</sup> January 2021 at 17:30  
via MS Teams**

|                              |                 |     |
|------------------------------|-----------------|-----|
| <b>Members in attendance</b> |                 |     |
| Andy Child MBE               | Member/Director | AC  |
| Paul Girling                 | Member          | PG  |
| Catherine Hall               | Member          | CH  |
| Peter Leach                  | Member          | PL  |
| Zanib Rasool MBE             | Member          | ZR  |
| <b>Also Present</b>          |                 |     |
| Steve Booth                  | Director        | SB  |
| Warren Carratt               | CEO             | CEO |
| Emma Heyes                   | Acting Clerk    | EH  |
| Rachel Potts                 | Director        | RP  |
| Sue Shelley                  | Director        | SS  |
| <b>Apologies</b>             |                 |     |
|                              | None            |     |

## OUTSTANDING ACTIONS

| Actions |  | By & Target Date                              |
|---------|--|---|
| 4.4     | PG to send details of his home address.  | <b>PG</b><br><b>13th July,</b><br><b>2021</b> |
| 4.5     | CEO to lead on the production of an 'easy read' version of the Annual Report for families. | <b>WC</b><br><b>13th July,</b><br><b>2021</b> |

## COMPLETED ACTIONS

| Actions          |   | By & Target Date |
|------------------|---|------------------|
| 4.1.<br>14/07/20 | Clerk to amend the minutes of the meeting held on 20 <sup>th</sup> January 2020.  | <b>Completed</b> |
| 4.4.<br>14/07/20 | CEO to consider holding the Members AGM at Bader Academy. This will, hopefully, now take place in July 2021, as Covid restrictions are relaxed. | <b>Completed</b> |

| <b>MINUTES/NOTES FROM MEETING</b>   |   |  |
|---|---|--|
| <b>1. WELCOME / APOLOGIES FOR ABSENCE</b>   |   | <b>Actions</b>                                 |
| 1.1. No apologies were received.  |   |  |
| AC welcomed Members and Directors to the meeting and thanked Directors for attending.   |   |  |
| <b>2. ITEMS OF URGENT BUSINESS</b>  |   |  |
| 2.1. There were no items of urgent business.  |   |  |
| <b>3. DECLARATION OF INTERESTS</b>  |   |  |
| 3.1   | It was noted that Paul Girling would feature in the annual accounts due to ongoing coaching and mentoring services commissioned with New Habits by Nexus MAT. |  |
| <b>4. ITEMS TO BE CONSIDERED</b>  |   |  |
| 4.1.  | The minutes and actions from the meeting held on 14 <sup>th</sup> July 2020 were reviewed and agreed.   |  |
| 4.2.  | To review the Articles of Association   |  |
| No changes to the Articles of Association were proposed.  |   |  |
| 4.3.  | To receive the Annual Audited Accounts  |  |
| <p>CEO provided an overview on the annual accounts for 2019/20. He explained that the main headline was that the five additional academies had joined the Trust in this accounting period, representing a 125% institutional increase in the MAT. He explained that most of these schools had a healthy financial surplus, at the time of conversion, which was reflected in the accounts.</p> <p>CEO explained that there were plans to grow, develop and invest in those school sites so the surplus would reduce, over time. The report demonstrated that there had been a reduction, overall, in audit recommendations and actions and credited this to the improved systems and oversight of the Chief Finance Officer and her team.</p> <p>PL questioned whether consideration had been given to the impact of having a larger workforce and increased pension contributions and payments. CEO explained that the pension deficit was recalculated every three years to ensure accurate forecasts and that individual academies completed their own deficit repayments on an annual basis. He assured Members that Nexus liquidity ratios were healthy.</p> <p>AC asked what the financial challenges were from having a hospital school on board. CEO outlined that there were some operational issues associated with hospital school grant funding but that these had been overcome and that work was ongoing with SCC to further develop.</p> |   |  |
| 4.4.  | To update Members contacts  |  |
| There was only one change to Members contacts which was a change of address for Paul Girling. Paul is to send his new address to the CEO who will share with the Clerking Team to update their records.   |   | <b>PG to send details of his home address.</b> |

|   |  |
|---|--|
| <p>4.5. Annual Report – 2019/20</p> <p>CEO presented the Annual Report. AC praised the document for being an excellent way of capturing, and celebrating, the good work that Nexus MAT is doing and the successful year that it has had. He explained that it was a great way to share our success with families, staff, the Regional School Commissioner and the wider community.</p> <p>CH fed back what an excellent and enjoyable document that it was. She questioned whether it would be possible to provide an 'easy read' version for families. CEO confirmed that this was something that the Trust could look into to produce.</p> <p>AC questioned whether a press release to promote the document would be a good idea. CEO explained that this was not routinely completed as there wasn't a lot of interest from the press in such positive pieces.</p> <p>ZR questioned whether the report would be shared with other schools, outside of Nexus. CEO explained that it would be in the public domain via the Trust website.</p> <p>Other Members reiterated the praise and positive feedback for the report and supported the need for an easy read version.</p> | <p><b>CEO to lead on the production of an 'easy read' version of the Annual Report for families.</b></p> |
| <p>4.6. Strategic Business Plan – Update</p> <p>AC introduced the Strategic Business Plan and asked CEO to highlight the main headlines.</p> <p>CEO explained that a significant initiative happening within the Trust is the possible development of an independent school. He explained that, due to the timing of the report, details of this had not been able to be included so provided a verbal update. CEO outlined the rationale and next steps for decision making with Directors.</p> <p>Members agreed that it was an exciting project and looked forward to hearing about developments over the coming months.</p>   |  |
| <p>4.7. Renewal of Directors Term of Office</p> <p>There were no terms of office up for renewal.</p> <p>AC explained that there were currently two vacancies for directors and that they had been approached by Jo Smith, a Service Manager in RDASH.</p> <p>A meeting had taken place with RP, AC, PC, CEO and Jo which had gone really well. They all agreed that she would make an excellent addition to the Board. AC asked for agreement from Members to support Jo's application for it to be taken to the next Trust Board of Directors.</p> <p>Members approved this recommendation, pending Directors passing a motion to endorse the appointment.</p>   |  |

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|--|--|
| <p>4.8. Approval of External Auditors</p> <p>CEO explained that the ESFA had issued guidance on the requirement to now have separate internal and external auditors, therefore the Trust had made the decision to recruit a new internal auditor and BHP had been successful.</p> <p>A tendering process is placed for this spring to appoint an external auditor.</p> |  |
| <p><b>5. ANY OTHER URGENT BUSINESS</b></p>   |  |
| <p>5.1 To consider any other urgent business agreed by the Chair.</p> <p>None.</p>   |  |
| <p><b>6. CONFIDENTIALITY</b></p>   |  |
| <p>6.1. There were no items deemed to be confidential.</p> <p>None.</p>  |  |
| <p><b>7. DATES OF NEXT MEETINGS</b></p>  |  |
| <ul style="list-style-type: none"> <li>Tuesday 13<sup>th</sup> July 2021 at 17:30 – 19:00 – Bader Academy or MS Teams</li> </ul>   |  |