



Nexus Board of Directors
Wednesday 25th September 2019 5 - 7.30pm
Kimberworth Children Centre

Attendees:		
Andrew Child	Director / Member & Chair of Trust Board of Directors	Chair
John Coleman	Director / Vice Chair of Trust Board of Directors	JC
Steve Booth	Director	SB
Nick Hodge	Director	NH
Sue Shelley	Director	SS
Peter Castleton	Director	PC
Rachel Potts	Director	RP
Also Present:		
Warren Carratt	CEO	CEO
Diane Hyner	Executive Assistant	DH
Lisa Suter	Executive Headteacher – Heatherwood	LS
Karl O'Reilly	Executive Headteacher - Coppice	KO
Apologies:		
Ray Palmer	Director	RPa
Liz Normington	Headteacher - Craggs	LN

<p>1. Welcome & Apologies For Absence</p>	
<p>1.1 To receive apologies for absence</p> <p>Apologies were received from RPa and LN</p>	
<p>1.2 To accept apologies for absence</p> <p>Apologies were accepted from RPa and LN</p>	
<p>2. Items of AOB</p>	
<p>2.1 Chair to determine any items of urgent business to be considered.</p> <p>Introductions were made. Chair welcomed Lisa Suter Executive Head for Heatherwood School and North Ridge Community School and Karl O’Reilly Executive Head for Coppice School and the new Free School, Bader. Chair explained structure of meetings – Strategic and Business</p> <p>The Chair agreed for the following items to be discussed under AOB.</p> <ul style="list-style-type: none"> • Academies Financial Handbook and Orange Book – Sue Shelley • Recent BBC documentary on Wakefield City Academy Trust (WCAT) – Sue Shelley • Safeguarding - Peter Castleton • MAT Review - Chair • Director Recruitment – Chair • Ofsted response – Chair • Papers for meetings - Chair <p>The Chair requested an additional item be added to the agenda as item 6 following the CEO Appraisal earlier today and the need to discuss. All agreed for the need to add the additional agenda item.</p>	
<p>3. Declarations Of Interest</p>	
<p>3.1 Individual Directors to declare any personal, business/governance interests on any item on the agenda</p> <p>SB and CEO declared an interest regarding the new item 6 on the agenda.</p>	
<p>4. Trust Board of Directors Minutes</p>	
<p>4.1. To approve the minutes of the Board meeting held on 24th July 2019</p> <p>SS asked for an update on item 7.1 on P58 relating to the trees at Abbey. CEO informed the meeting that the school is looking at alternative options for improving the access road to the school which would involve a circular road with one route in and another route out. CEO is currently working with RMBC to resolve the issue. Once all agreements are in place the time scale would be 3 months.</p> <p>SS asked for an update on item 10 on p60 relating to the central management team. CEO has redistributed an updated structure and business continuity plan is on the agenda.</p> <p>RP queried if the 18/19 school budget monitoring outturn report will be on the October agenda</p> <p>The CEO confirmed they would be.</p> <p>Action – Clerk to add to October agenda.</p>	<p>Completed</p>

<p>4.2. Review of Action Tracker</p> <p>The outstanding actions on the tracker were reviewed and updated.</p>	
5. Draft Strategic Business Plan 2019 - 2020	
<p>CEO gave context around the 5-year Strategic Business Plan which has 7 strategic business objectives stating that as TBoD are now entering into year 4, this is now the time to review the plan. The CEO would like to strip some of the objectives out and reduce down to 5. Regardless, this year’s plan is based on the existing 7 objectives, and these remain current at this time.</p> <p>CEO talked through the document stating he had factored in the changes from last year and explained some of the points in the plan.</p> <ul style="list-style-type: none"> • PV need to plan and prepare for inspection this year. • Nexus MAT will be seeking more condition improvement funding • Agreed phase 1 of MAT Lead Head improvement • ICT systems and process in place • Partnerships – Extended Services are in 3rd year and will re-tender this year • Following Craggs joining Nexus, there is a need to look at mainstream growth • Developing new strategic partnerships particularly with local authorities • Bid submitted for 2nd Free school application in Sheffield <p>A discussion followed relating to the plan and what might be included in the future plan following the review.</p> <p>SB asked how this plan would be shared with the whole of the Nexus team?</p> <p>CEO stated this is work in progress. Last year it was shared with Heads and SLT so they have an understanding of the strategic plan. In terms of the central team, all of the objectives feed into the CEO performance management and the central teams in terms of appraisal. There are also some performance objectives for Heads. There are updates on each objective in the CEO report which is presented at the TBoD business meetings.</p> <p>SS asked the question should there be fewer strategic priorities in future? RP asked how are TBoD going to review this strategy? Will this be included in the development workshops? CEO stated his proposal would be that the reviewed strategic plan is in place by September 2020 and will be part of the development program. RP agreed the need to have more focus with less priorities there also needs to be a re-aligning of the objectives as there is some duplication.</p> <p>PC stated the document was helpful in terms of values but there is nothing to reflect pedagogy values and pupil values. JC view is that there should be some core values with educational and curriculum perspectives.</p> <p>A discussion followed relating to the Visions on the business plan and the wording around them.</p> <p>SB stated the process planning is something the Board could take down to LGB level</p>	

<p>and involve them in the strategic planning. JC agreed with this and stated TBoD need as an organisation look at how the Board deal with these things.</p> <p>Chair gave information about a conference he had recently attended regarding Ofsted inspections in relation to governing boards and vision. PC stated the Nexus vision did not differentiate us from other academies. CEO explained that what matters is behaviours, attitude and cultures. If the Board believe in a vision, we need to be confident that the Board walk the talk. SB stated it is our job to ensure the CEO and team are doing it and the Board need to challenge. RP stated that the challenge for us will be see how do school LGB’s develop their strategic plan. JC agreed it is a challenge but a necessity but you have to give space for differences, innovation to develop to be the best we can be.</p> <p>Decision - to agree a process to review the plan with a view to the plan becoming effective from September 2020.</p> <p>Step one will be to develop a process Step two will be to develop the plan</p> <p>Action – TBoD to agree a process to review the 5 Year Strategic Plan</p>	<p>TBoD September 2020</p>
<p>Lisa Suter and Karl O’Reilly left the meeting at 18:22</p>	
<p>6. CEO Appraisal</p>	
<p>CEO & SB left the meeting for this item</p> <p>Executive pay recommendations – Directors agreed unanimously with the recommendations of the appraisal committee.</p> <p>A discussion followed relating to MAT executive pay scale and all agreed a review is needed Action – Chair to meet with HR to start the review process of the executive pay scale.</p>	<p>Chair 23/10/19</p>
<p>7. High Risk Due Diligence – Update Report</p>	
<p>CEO explained that RPa had asked for this report as he felt it would be important to have the risks identified.</p> <p>CEO informed the group that IB has completed the report which comes with recommendations. Some work has been completed and IB continues to meet with staff at Heatherwood and Coppice. Work is in progress and there is a trend of reducing risk.</p>	

<p>SS stated that she would have expected to see a date when risks would have reduced prior to joining Nexus. There are meetings but no resolutions and the risks identified as red, what are the Board doing about them?</p> <p>CEO confirmed he does not see these as risks to delay the schools joining Nexus but would agree to would have been helpful to have dates.</p> <p>PC queried what does the risk mean and what is happening. There needs to be a statement about what is happening.</p> <p>A discussion followed relating to CCTV in current Nexus schools.</p> <p>CEO confirmed that Heatherwood’s completion date for conversion is expected to be the 1st November 2019 and Coppice 1st December. North Ridge has joined as an associate school and the expected conversion date is 1st January 2020 with Becton’s expected conversion date as 1st March 2020</p> <p>All agreed for an update to come back in October and ask for dates to be included. Action – CEO to update the report and include dates of when work is/due to be completed NH asked if any of these risks would be an obstacle for the school’s conversion. CEO confirmed they would not.</p>	<p>CEO 23/10/19</p>
<p>8. Risk Register</p>	
<p>CEO, SS and RP worked together to create the Risk Register. This is the new format which has a commentary of changes</p> <p>JC stated the school improvement risk is not in here, the risk around core function as an educational trust. CEO responded stating he feels it is in here but the language that needs changing, and reminded Directors that schools have their own local risk registers which are more operational than this strategic one.</p> <p>RP stated it is how the Board link this to the dashboard and the CEO reports but the Board have not made it explicit enough.</p> <p>SS queried if this need to go to the standards committee?</p> <p>Action 1 – CEO, SS and RP to look at columns in the Risk Register and change the commentary column to mitigation where you can record evidence and have the information dated so it is a live record. by Christmas</p> <p>Action 2 - Clerk to ensure the Risk Register is added to the next Standards Committee agenda.</p>	<p>CEO/SS/RP 18/12/19</p> <p>Clerk 23/03/19</p>
<p>9. Business Continuity Plan</p>	
<p>A discussion took place around the wording of the Business Continuity plan around what would be classed as a disaster and what would be classed as an emergency.</p> <p>CEO talked through the policy giving details of how this fits with other policies to</p>	

<p>ensure continuity of business.</p> <p>SS asked if the information in this document is controlled? CEO confirmed the document is held in the central team</p> <p>PC –stated he is not sure what constitutes an emergency or a disaster and thinks the Board need clarity on this with examples to show when you need to use this policy.</p> <p>The plan was agreed with some amendments and Directors asked that it circulate when updated.</p> <p>Action – CEO to update the Business Continuity Plan with a statement saying it should be read in conjunction with related policies and email to Directors once updated.</p>	<p>CEO 23/10/19</p>
<p>9. Policy Review Report</p>	
<p>Policy Review Report was accepted</p>	
<p>10. Any other urgent business</p>	
<p>10.1 Academies Financial Handbook SS stated that all Directors need to understand the information in the Academies Financial Handbook and Orange Book and asked if links can be sent to all Directors. Action – Clerk to re-send out links to all Directors.</p> <p>10.2 Wakefield Academy SS informed the group about a TV program relating to the closure of WCAT and recommended that Directors watch the program as it raised a lot of questions around finances issues relating to what Directors responsibilities are and how this can go wrong in the absence of scrutiny and too much dependence on the CEO.</p> <p>10.3 Safeguarding PC, Director for safeguarding gave feedback following his first meetings with 3 of our Headteachers. Each school talked about a challenging issue that had happened in their school. Some talked about the LADO and the issues they had when trying to use the service and the differences between different authorities. One thing the Board talked about is that we could explore with LSCB and look at how the systems work with schools. It exposes staff to vulnerabilities as teachers. Also the emotional impact this can have as Headteachers. One positive is that Headteachers are talking to one another and offering support as well as receiving support from the CEO. Feedback is that the meetings are helpful and further meetings have been arranged.</p> <p>10.4 MAT Review CEO and Chair met with Learners First yesterday and they are offering a free review of key aspects of Nexus MAT with indicative topics for lines of enquiries i.e. collective efficacy, elective growth and impact of MAT and size of central trust. This is a developmental review to understand how we operate and to reflect and develop. Chair will continue to refine the scope with the CEO and report back to Directors.</p>	<p>Completed</p>

<p>10.5 Director Recruitment Chair gave information relating to the progress around recruitment of Directors using Academy Ambassadors. Chair has met with one person who decided not to join Nexus. SS asked what are the skills gaps TBoD are looking for? Chair stated the Board should have someone from the finance sector or with a legal or HR background. RP queried how many vacancies for Directors does the Board have. CEO confirmed there is two vacancies, if Directors approve the recommendation to appoint Helen Bellinger All Directors voted to approve this and therefore Members will be consulted as the final step of appointment.</p> <p>10.6 Ofsted response This item was deemed confidential and is recorded in Appendix 1</p> <p>10.7 Papers for meetings Chair asked the group if they would you all like to go paperless and have a tablet with a pencil to read papers on for future meetings? A discussion followed about preferred options with mixed views.</p> <p>Action – CEO to look into the options and cost around the provision of tablets for Directors and report back.</p> <p>10.8 Free School Updates Chair requests that an update report is brought to future meetings regarding the progress of the Free Schools. CEO explained that there is a secure portal where Directors can access the information. Action – CEO to arrange access to the portal relating to Free Schools for all Directors to be re-issued.</p>	<p style="text-align: right;">CEO 23/10/19</p> <p style="text-align: right;">CEO 23/10/19</p>
<p>17. REVIEW OF RISK</p>	
<p>To consider any new risks identified during the meeting for referral to Audit & Finance Committee There were no new items identified as a risk</p>	
<p>18. CONFIDENTIALITY</p>	
<p>To consider the confidentiality of any items discussed during the meeting. Item 10.6 was deemed confidential and is recorded in Appendix 1</p>	
<p>13. DATES OF NEXT MEETINGS</p>	

Wednesday 23 rd October 2019	17:00 – 19:30	Kimberworth CC
Leadership Summit Wednesday 20 th November 2019	16:00 – 19:00	The Source, Meadowhall
Wednesday 27 th November 2019	17:00 – 19:30	Kimberworth CC
Wednesday 18 th December 2019	17:00 – 19:30	Kimberworth CC
Members AGM Monday 20 th January 2020	17:30 – 19:00	Nexus Headquarters
Wednesday 29 th January 2020	17:00 – 19:30	Kimberworth CC
Wednesday 26 th February 2020	17:00 – 19:30	Kimberworth CC
Wednesday 25 th March 2020	17:00 – 19:30	Kimberworth CC
Wednesday 29 th April 2020	17:00 – 19:30	Kimberworth CC
Wednesday 20 th May 2020	17:00 – 19:30	Kimberworth CC
Leadership Summit Tuesday 9 th June 2020	16:00 – 19:00	The Source, Meadowhall
Wednesday 24 th June 2020	17:00 – 19:30	Kimberworth CC
Wednesday 29 th July 2020	17:00 – 19:30	Nexus Headquarters

Minutes approved

CHAIR	SIGNATURE	DATE
ANDREW CHILD		