



**Trust Board of Directors Meeting
Thursday 9th June 2016
Kimberworth Children's Centre – 5.30pm**

ACTION POINTS SUMMARY SHEET

Actions		By & Target Date
64.3	(15/4) WC to meet with Chairs & Heads to discuss the SoD in detail	Completed
72.4	WC to inform S4S re contract ratification	Completed
72.4	WC to arrange further interviews re Accountancy & Audit	On this agenda
73.1	PM to continue to address matter re Abbey land and liaise DB and WC on agenda	On this agenda
73.1	WC to discuss DfE taskforce re SEND apprenticeships with HTs 9/6 WC updated Directors contacted taskforce no response so far. CEO will report back as necessary	Completed
73.1	Policies to go on Nexus website	On this agenda
73.1	CFO position - WC to present a report on options to the first Trust Board meeting	On this agenda
73.1	Vision, Mission & Values - Meeting take place on 25 th May 2016 to progress this	On this agenda
73.1	Employment of persons with SEND - WC to review with HTs 9/6 Discussions ongoing including conversations with NHS & Prince's Trust, this will also link in with SEND apprenticeships development. CEO will report back as necessary	Completed
75.1a	HTs to inform WC of any HR issues & discuss indemnity with DB	Completed

75.1b	WC to liaise with AC & TBoD re summer term review of school improvement 9/6 Benchmark for all 3 schools – information from Ofsted inspection will be used for Abbey, review already taken place at Hilltop by Tracey Millard, and by Sue Garland-Grimes at Kelford. Information being converted into report from required. Reports to be presented to TBoD.			Completed
	Questions & Challenges	Response	Further action(s)	
	<i>SGG long term partner with Kelford</i>	Need to have regular cycle of independent external reviewers for schools and for MAT	WC to source external reviewers & look at partners	
77.2	SS to inform Clerk of meeting dates once confirmed			Completed
73.1	Develop plan to show strands of development and track added value of Nexus			WC
75.1b	To identify future external school improvement reviewers and future schools & MAT partners for moderation and collaborative work			WC
5.1	Develop MAT expenses policy			Completed
5.2	Setting of the Nexus MAT Budget – deferred			Completed
5.3	Liaise with S4S re CFO appointment			Completed
5.3	Update job profiles to show FtE salary			Completed
5.3	Review role and line management of School Business Managers			WC
5.3	Lead on SI appointment			WC
5.3	Arrange Governance external review			SS & WC
5.3	Lead on ICT lead appointment			WC
5.4	CEO to make requests for EOI to both HTs.			Completed
5.4	TBoD to have professional conversation with HT Headteacher once confirmed			TBoD
5.5	CEO & Abbey School to continue work with LA to address matter			WC & Abbey
5.6	LA discussions re Free Schools – TB requested to be involved in this area			WC & TB
5.6	5 year growth plan, vision & mission statement to be developed			Mem & TBoD
5.7	Development of Trust vision, mission statement and core values			Mem & TBoD
6.1	Review of LGB Clerks			WC
6.2	AC to contact JM at S4S re legalities offering a permanent position & KPIs			AC
6.2	CEO position – Defer to next meeting			Completed
6.8	Clerk to merge Terms of Reference			Completed
6.8	Committee members to be appointed to committees at next meeting			Completed
6.9	Clerk to convert to PDF & publish			Completed
6.9	Admissions & Exclusions Policies to be reviewed prior to publication			JC/WC
6.10-6.12	Items deferred to next meeting			Completed
7.1a	CEO letter to IEB to be circulated with minutes			WC



Trust Board of Directors Meeting
Thursday 9th June 2016
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Attendees:

Andy Child	Member Representative & Chair of Trust Board of Directors	AC
John Coleman	Member Representative	JC
Tracey Brooke	Independent Director	TB
Steve Booth	Chair Hilltop School LGB	SB
Sue Shelley	Chair Kelford School LGB	SS
Warren Carratt	CEO Nexus MAT	WC

Also Present:

Clare Southwell	Clerk	CS
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Apologies:

John Irwin	Chair Abbey School LGB	JI
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1. APOLOGIES FOR ABSENCE		Actions						
1.1	Apologies received from John Irwin							
1.2	Apologies accepted							
2. DECLARATION OF INTERESTS								
2.1	Clerk interest re 6.1 CEO interest re 6.2 SB interest re 6.2							
3. ITEMS OF URGENT BUSINESS								
	a) Abbey School Inspection Update – Confidential							
4. ACADEMY TRUST/LOCAL GOVERNING BODY MINUTES								
4.1	Minutes from Executive Board of Governors 13 th May 2016 approved							
4.2	Actions noted above							
5. CHIEF EXECUTIVE'S REPORT								
5.1	<p>Update on progress of conversion and report on conversion grant expenditure to date</p> <ul style="list-style-type: none"> Final funding letter not yet received form EFA National funding review for mainstream being undertaken, could be implications for SEND, could be 18 months before clear picture is known Agreed that top slice should be between 3-5% but will stay at 5% at present Develop MAT expenses policy. Small budget for MAT expenses to be set aside from top slice Abbey School deficit of approx. £80,000 left with LA 	WC						
	<table border="1"> <thead> <tr> <th>Questions & Challenges</th> <th>Response</th> <th>Further action(s)</th> </tr> </thead> <tbody> <tr> <td><i>Should top slice stay at 5% or be reduced if possible after funding report received</i></td> <td>What projects/plans will be led by MAT? What reserves do the MAT need? Reserves to be agreed by Finance Committee. What is impact of taking 5%? What are schools expecting as value added within the 5%? Show savings by working as MAT. Track impact of MAT funding</td> <td></td> </tr> </tbody> </table>	Questions & Challenges	Response	Further action(s)	<i>Should top slice stay at 5% or be reduced if possible after funding report received</i>	What projects/plans will be led by MAT? What reserves do the MAT need? Reserves to be agreed by Finance Committee. What is impact of taking 5%? What are schools expecting as value added within the 5%? Show savings by working as MAT. Track impact of MAT funding		
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5.2	<p>Setting of the Nexus MAT Budget</p> <ul style="list-style-type: none"> As EFA funding letters not received – defer to July meeting 	CS						
5.3	<p>Staffing Update</p> <p>THIS ITEM WAS DEEMED CONFIDENTIAL PLEASE SEE APPENDIX 1 FOR INFORMATION</p>							

- 5.4 Update on any planned changes to school leadership for Sept 2016
- Proposal to move leadership at Hilltop School to one HT for the remainder of the fixed term time
 - WC gave details of reason for proposal
 - Start appointment procedures for permanent HT position in Dec 16 for start in Sept 17
 - Advice received from S4S re timing of new appointment process
 - Directors agreed proposal, expressions of interest from both candidates. Both have fixed term 0.5 contracts HT/DHT till 31/8/17
 - Position agreed
 - Lead SI role to support HT

Questions & Challenges	Response	Further action(s)
<i>Qualities of both current HTs. If only one EOI what are the procedures?</i>	Only a structural change Confidence in either candidate in an acting up position SI post will be in place to assist Celebration & thanks of contribution given by both HTs at present. HT Headteacher once confirmed	CEO to make requests for EOI to both HTs. TBoD to have professional conversation with HT Headteacher once confirmed

WC

TBoD

- 5.5 Abbey School – Access road issues
- CEO gave background of issue
 - Liability insurance taken out as road next to comp un-adopted
 - Single track access to school H&S liability
 - Letter from council to say work together on issue
 - MAT to apply for conditioning funding

Questions & Challenges	Response	Further action(s)
<i>Whose liability, MAT or school</i>	MAT liability but to be led progress to be led by Abbey School	CEO & Abbey School to continue work with LA to address matter

WC & ABBEY

5.6 Trust Partnerships - For Information

THIS ITEM WAS DEEMED CONFIDENTIAL
PLEASE SEE **APPENDIX 2** FOR INFORMATION

<p>5.7 Development of Trust vision, mission statement and core values</p> <ul style="list-style-type: none"> • Date proposed 14th July – time still to be agreed • Use information from Government Development session • HTs to work with staff in school and provide 3 core values & 5 principles 	<p>Members & TBoD</p>							
<p>6. GOVERNANCE MATTERS</p>								
<p>6.1 To confirm the appoint of the Clerk to the Trust Board</p> <ul style="list-style-type: none"> • Clerk appointment approved • LGB clerks to be reviewed 	<p>WC</p>							
<p>The CEO left the room. Mr Booth had declared an interest in the item and agreed to abstain from any vote on the issue.</p> <p>6.2 To review the contract period of the interim Chief Executive Officer and plan for a substantive appointment</p> <ul style="list-style-type: none"> • Current position CEO on short term appointment • Responsibility of TBoD to make appointment • All agreed current CEO gives strong leadership • Advice from S4S re legalities of moving to substantive position • Extend for further 6 months immediately with a view to convert to a substantive position as soon as possible after confirmation from HR (S4S) <table border="1" data-bbox="134 1128 1283 1756" style="width: 100%; border-collapse: collapse;"> <thead> <tr style="background-color: #e0e0e0;"> <th style="width: 30%;">Governor questions & challenges</th> <th style="width: 40%;">Response</th> <th style="width: 30%;">Further action(s)</th> </tr> </thead> <tbody> <tr> <td style="vertical-align: top;"> <p><i>Understand the reason prior to conversion of making an interim appointment, why now still interim? Is a permanent position the way forward?</i></p> <p><i>Other contracts have moved from a fixed term to a permanent with professional conversations?</i></p> <p><i>What is the risk?</i></p> <p><i>Does the current CEO give us a strong lead?</i></p> <p><i>What is the skill base for a CEO for a SEND MAT?</i></p> <p><i>What are Key Performance Indicators (KPIs) for role?</i></p> </td> <td style="vertical-align: top;"> <p>The position and format of the leadership were untested prior to conversion. First LA appointment of a CEO without educational background caused uncertainty. It is now the responsibility of the TBoD to make the decision. All agreed current CEO gives strong focussed leadership and the format is working well. All contracts have a 3 month probation period. Skill base unknown as only a couple of SEND MATs nationally?</p> </td> <td style="vertical-align: top;"> <p>AC to contact JM at S4S re legalities offering a permanent position and KPIs</p> <p>Defer to next meeting for confirmation</p> </td> </tr> </tbody> </table> <p>The CEO returned to the room</p>		Governor questions & challenges	Response	Further action(s)	<p><i>Understand the reason prior to conversion of making an interim appointment, why now still interim? Is a permanent position the way forward?</i></p> <p><i>Other contracts have moved from a fixed term to a permanent with professional conversations?</i></p> <p><i>What is the risk?</i></p> <p><i>Does the current CEO give us a strong lead?</i></p> <p><i>What is the skill base for a CEO for a SEND MAT?</i></p> <p><i>What are Key Performance Indicators (KPIs) for role?</i></p>	<p>The position and format of the leadership were untested prior to conversion. First LA appointment of a CEO without educational background caused uncertainty. It is now the responsibility of the TBoD to make the decision. All agreed current CEO gives strong focussed leadership and the format is working well. All contracts have a 3 month probation period. Skill base unknown as only a couple of SEND MATs nationally?</p>	<p>AC to contact JM at S4S re legalities offering a permanent position and KPIs</p> <p>Defer to next meeting for confirmation</p>	<p>AC</p> <p>CS</p>
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<p>6.3 To confirm the appointment of new Directors and any additional responsibilities</p> <ul style="list-style-type: none"> • Confirmed appointment of LGB chairs as Directors 								

<p>6.4 Appointment of Trust External Auditors</p> <ul style="list-style-type: none"> • BHP recommended by Panel • Excellent references received • BHP approved 	
<p>6.5 To agree the Scheme of Delegation (SoD)</p> <ul style="list-style-type: none"> • SoD adopted in current format and formal review to take place in June 17. As this is a living document and these are new processes, there may be a need to undertake “fine tuning” during the first year 	
<p>6.6 To establish Audit Committee 6.7 To establish Standards Committee 6.8 To establish Finance & Remuneration Committee (inc. HTs PFM & CEO PFM panels)</p> <ul style="list-style-type: none"> • Merge Finance & Audit need to separate if over £50,000,000 • Clerk to merge documents • TORs agreed • Personnel to be appointed to committees at next meeting 	<p>CS CS</p>
<p>6.9 To agree the publication of statutory and essential policies of the Trust</p> <ul style="list-style-type: none"> • Based on current LA or model policies • Consistency across MAT • Some need local appendices – there are stat policies required by schools • Policies now fit for purpose • Build a policy review schedule • .7 on admission policy to be amended • Exclusions to be developed re other provision in MAT • Clerk to convert to PDF & publish 	<p>JC/WC JC/WC CS</p>
<p>6.10 Membership of the Academy Trust/local governing body - determine action to fill any current or forthcoming vacancies 6.11 Updating academy trust governance contacts 6.12 MAT Directors to report on: 6.12.1 any functions exercised on behalf of the Trust Board 6.12.2 any training and development undertaken 6.12.3 visits to the schools within the MAT</p> <p>Due to time restraints on the meeting items 6.10 to 6.12 were deferred to the next meeting of the TBoD</p>	<p>CS</p>
<p>7. ANY OTHER URGENT BUSINESS</p>	
<p>7.1 To consider any other urgent business agreed by the Chair at item 3</p> <p>a) Abbey School Inspection Update – The verbal information given was deemed confidential</p> <ul style="list-style-type: none"> • AC updated Directors re recent inspection • The CEO has written to Abbey School IEB • Letter to be circulated with minutes. 	<p>WC</p>

8. CONFIDENTIALITY	
8.1 To consider the confidentiality of any items discussed during the meeting <ul style="list-style-type: none"> • Item 5.3 was deemed confidential • Item 5.6 was deemed confidential 	
9. DATES OF NEXT MEETINGS	
Trust Board of Directors – Wednesday 6 th July 2016 – 17:30-19:30 at Abbey Trust Board of Directors – Wednesday 14 th September 2016 – 17:30-19:30 at KCC Trust Board of Directors – Wednesday 12 th October 2016 – 17:30-19:30 at Abbey Trust Board of Directors – Wednesday 16 th November 2016 – 17:30-19:30 at KCC Trust Board of Directors – Wednesday 14 th December 2016 – 17:30-19:30 at Abbey Trust Board of Directors – Wednesday 18 th January 2017 – 17:30-19:30 at KCC Trust Board of Directors – Wednesday 15 th February 2017 – 17:30-19:30 at Abbey Trust Board of Directors – Wednesday 15 th March 2017 – 17:30-19:30 at KCC Trust Board of Directors – Wednesday 5 th April 2017 – 17:30-19:30 at Abbey Trust Board of Directors – Wednesday 17 th May 2017 – 17:30-19:30 at KCC Trust Board of Directors – Wednesday 14 th June 2017 – 17:30-19:30 at Abbey Trust Board of Directors – Wednesday 12 th July 2017 – 17:30-19:30 at KCC	

Minutes approved by Trust Board of Directors

CHAIR	SIGNATURE	DATE
ANDREW CHILD		06/07/2016