

Trust Board of Directors Meeting Tuesday 11th October 2016 Kelford School at 17:00

ACTION POINTS SUMMARY SHEET

Actions	By & Target Date
5.5 09/06/16 CEO & Abbey School to continue work with LA to address matter. 6/7 LA H&S inspection received, possible follow up from that document. LGB have oversight. Delegated back to LGB 11/10/16 Dept Mayor to take up with Council, investigations also being carried out by LA as part of Land Valuations	Completed
5.6 09/06/16 5 year growth plan 11/10/16 To be developed and discussed at Audit & Finance Committee & then on TBoD November agenda	C To A&F Committee Completed
4.2 14/09/16 Nexus Trust Budget - Reserves Policy – Audit & Finance Committee.	To A&F Committee Completed
6.3 14/09/16 Governance Development Programme 11/10/16 CEO to continue to review & develop update at November TBoD	CEO ongoing 16/11/16
2.1 11/10/16 Associate Director position. Review of position in March 17, to reflect whether this should be a substantive position.	On agenda 15/03/17
4.1 11/10/16 Protocol responding to a concern about a Member, Director or Governor Clerk to make amendments and publish	Completed
4.2 11/10/16 Audit & Finance Committee to review Reserves Policy & development Investment Policy	On agenda 15/03/17
5.2 11/10/16 Confidential appendices to show confidential watermark & highlight in red in header	Completed
6.1 11/10/16 Charity Commission 15 Questions. Further guidance? Clerk to investigate & defer to committees	Completed
6.2 11/10/16 CEO to undertake evaluation of HMCI High Performing MATs against Nexus progress & update Corporate Development Plan	WC 16/11/16
6.5 11/10/16 Sponsored School – CEO to consolidate due diligence reports from reviews	WC 16/11/16
6.6 11/10/16 e-Governors SS/SB to pilot & set success criteria update Dec 16	SS/SB 13/12/16
7.2 11/10/16 AC to contact S4S (HR Provider) to ensure that all procedures are carried out and adhered to for CEO permanency	AC 16/11/16
7.2 11/10/16 AC to arrange confirmation interview	AC 16/11/16
7.3 11/10/16 Skills Audit – recirculate audit to Directors	CEO/Clerk 13/12/16



**Trust Board of Directors Meeting
Tuesday 11th October 2016
Kelford School at 17:00**

Attendees:

Andy Child	Member Representative & Chair of Trust Board of Directors	AC
John Irwin	Chair Abbey School LGB	JI
Steve Booth	Chair Hilltop School LGB	SB
Sue Shelley	Chair Kelford School LGB	SS
Alan Meloy	Independent Director	AM
Catherine Hall	Independent Director	CH
Warren Carratt	CEO Nexus MAT	WC

Also Present:

Clare Southwell	Clerk	CS
Tracey Brooke	CFO Nexus MAT	TB

Apologies:

John Coleman	Member Representative	JC
Peter Castleton	Independent Director	PC

1. APOLOGIES FOR ABSENCE		Actions	
1.1	To accept apologies for absence Apologies received from JC & PC		
1.2	To receive, but not accept, apologies for absence Apologies accepted		
2. ITEMS OF URGENT BUSINESS			
2.1	Confirmation and welcome to new Director, Catherine Hall. <ul style="list-style-type: none"> Appointment approved. Catherine was welcomed to Nexus and introductions were made As agreed via email, a conversation has taken place with Amanda Benton from Thornhill Primary School and her appointment would bring a breath of knowledge and skills to the Board for education, growth & enhances skill base. All Kimberworth primaries have asked for a presentation from Nexus with regard to possible Academy conversion All Directors agreed the appointment of Amanda Benton as an Associate Director A Director challenged as to the role not being a full Director position? The CEO responded by explaining that an Associate Director positions allows Amanda to give input and bring her skills without the legalities or responsibility of being a Director. Possible to have Advisors to the Board - Review of position in March 17, to reflect whether this should be a substantive position. 	Clerk	
2.2	Chair to determine any items of urgent business to be considered		
2.2.1	Fundraising Officer		
2.2.2	Schedule of Board meetings – this item will be dealt with at item 10 on this agenda		
3. DECLARATION OF INTERESTS			
3.1	Individual Directors to declare any personal, business or other governance interests on any item on the agenda <ul style="list-style-type: none"> WC & SB declared an interest in item 7.2 on the agenda and will leave the room for this item 		
4. ITEMS FOR APPROVAL			
4.1	Responding to a concern about a Member, Director or Governor Protocol <ul style="list-style-type: none"> Clerk to make agreed amendments and publish Document Approved 	Clerk	
Questions & Challenges	Response		Further action(s)
<i>Page 3 – excessive personal emailing? How to measure excessive</i>	Not able to assess what is excessive – trust email should only be used for trust business		Change to wording
<i>Who is involved in investigation?</i>	It was agreed that this was clearly defined within policy		
<i>Item 4.2.7.2 meaning?</i>	This item was discussed and the wording was changed as agreed	Change to wording	
4.2	Nexus Trust Reserves Policy		

<ul style="list-style-type: none"> • Q&As circulated as additional paper • CFO explained reasons for policy and different types of reserves that might be appropriate • Reserves are not a bail-out fund for schools • Audit & Finance Committee will review & monitor reserves • Audit & Finance Committee to develop Investment Policy • Requirement from Charities Commission • Schools sharing expertise • Policy Approved 	<p>Audit & Finance Comm</p>									
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<p>4.3 Nexus Charges & Remissions Policy</p> <ul style="list-style-type: none"> • Based on best practice model policy school bus • This is Nexus overarching policy – schools able to add an annex - this is minimum standard • LGBs to review policy and develop an annex if required • Review at December meeting to see how policy has bedded in <table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 25%;">Questions & Challenges</th> <th style="width: 45%;">Response</th> <th style="width: 30%;">Further action(s)</th> </tr> </thead> <tbody> <tr> <td data-bbox="118 1563 496 1742"> <p><i>How specific does trust policy need to be?</i></p> </td> <td data-bbox="496 1563 1007 1742"> <p>Having LGB Chairs as Directors allows challenge to any conflicts</p> </td> <td data-bbox="1007 1563 1267 1742"></td> </tr> </tbody> </table>	Questions & Challenges	Response	Further action(s)	<p><i>How specific does trust policy need to be?</i></p>	<p>Having LGB Chairs as Directors allows challenge to any conflicts</p>		<p>CS</p>			
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<p>4.1 Monthly Nexus Trust Budget and Budget Plans Tracey Brooke – Chief Finance Officer</p> <ul style="list-style-type: none"> • Summary of report • Period 4 of budget profile (15 months) 26.7% of budget spent, all schools under predictions • Changes to handbook highlighted – Trust must highlight to Directors of any variance must be aware & managing any variances • Sign off income & expenditure budget – budget shows income, expenditure & 										

<ul style="list-style-type: none"> current reserves Expenditure includes salaries, additional clerking post, social worker – personal pupil budgets Future reports will have current expenditure Audit & Finance Committee to look at cash flow ratios Reserves are the percentage against GAG & Top-Up funding received, £6-8 million Investment of reserve money? Funding not received as one payment but as monthly instalments Still waiting for LA closure figures LGBs receive budget updates at every meeting CFO concerns – understanding risks, internal audits ongoing, list of how would be audited, internal peer review of schools, programme just starting & working closely at Hilltop 			CFO
Questions & Challenges	Response	Further action(s)	
<i>Can the TB see consolidated management accounts that show trial balances</i>	Each school on different systems so CFO can bring figures together and develop a report	TB to develop report	
<i>How often to auditors check?</i>	We can set this – peer review & then BHP will do annual audit. Ongoing internal will ensure no unknown problems appear at the end of the year when the audit is carried out. CFO holding BMs to account. Good protocols & procedures being put in place.		
<i>Is there areas where CFO feels there is a risk?</i>	Still no closure figures from LA If figures not received by end of Oct – write to EFA Vulnerability of SEN funding, pupil movement and LA able to change funding		
5. TRUST BOARD OF DIRECTOR MINUTES			
5.1	To approve the minutes of the following meetings: TBoD meeting held on 14 th September 2016		Clerk
5.2	Matters arising from the Minutes		
	<ul style="list-style-type: none"> Minutes approved Actions noted above Confidential appendices to show confidential watermark & highlight in red in header 		
6. CHIEF EXECUTIVE’S REPORT			
6.1	Charity Commission – 15 Questions		
	<ul style="list-style-type: none"> Share questions between new committees & use as part of their work as around value for money and finance 		

Questions & Challenges	Response	Further action(s)	
<i>Is this part of a larger document with explanations & details</i>	More information on Charities commissioner website	Clerk to investigate & defer to committees	Clerk
<p>6.2 Trust Prospectus</p> <ul style="list-style-type: none"> • Excellent document - approved • Share and publish to promote Nexus • Her Majesty's Chief Inspector (HMCI) Sir Michael Wilshaw's recent publication focused on successful MATs being Child Centred. Prospectus gives child centred visions from Nexus • AC to circulate link to DfE updates to Directors 			AC
Questions & Challenges	Response	Further action(s)	
<i>Can we link 15 questions from Sir MW to our evaluation of performance?</i>	Good to undertake comparison Self-assessment is part of Corporate Development Plan	CEO to undertake evaluation of MW High Performing MATs against Nexus progress & update Corporate Development Plan	CEO
<p>6.3 Residential Provision Update 6.4 Free School Application Update 6.5 Sponsored School Update</p> <p>THESE ITEMS WERE DEEMED CONFIDENTIAL PLEASE SEE APPENDIX 1 FOR INFORMATION</p>			
<p>6.6 E-Governors</p> <ul style="list-style-type: none"> • Lloyds Bank leading an initiative to connect their employees with school governance • Wanting to share expertise via E-Governors • CEO circulated information to Chairs of LGBs • Not all schools interested • Pilot project to be tried 			
Questions & Challenges	Response	Further action(s)	
<i>Chairs cautious - want to meet with nominated persons</i>	Important for Directors/Governors to attend school. Very limited if only contact is via e-links		
<i>What is the success criteria and added value of project</i>	Hilltop & Kelford Chairs to pilot & set success criteria so can give our expectations when meet	SS/SB to pilot & set success criteria	

<p>6.7 Trust Intervention Strategy</p> <ul style="list-style-type: none"> • What is Nexus approach when commencing conversations and intervention with schools? • Document shows tiered approach, celebrates success, enhances governance and needs led intervention • Document agreed and approved • Annual review due as new document 	
<p>7. GOVERNANCE MATTERS</p>	
<p>7.1 To address vacancies, confirm appointment, approve additional responsibilities of Directors</p> <ul style="list-style-type: none"> • Conversation with Amanda Benton to take up a position of Associate Director 	
<p>WC & SB left the room</p>	
<p>7.2 Recommendations from CEO Appraisal & Salary Review Committee</p> <p>THIS ITEM WAS DEEMED CONFIDENTIAL PLEASE SEE APPENDIX 2 FOR INFORMATION</p>	
<p>WC & SB returned to the room</p>	
<p>7.3 Skills Audit</p> <ul style="list-style-type: none"> • Skills audit have been circulated to LGB Governors • Skills audit also circulated to Directors but different as audits already carried out as part of the confirmation conversations • Recirculate to Directors • CEO & Clerk to analyse results & report findings 	<p>WC</p>
<p>7.4 Verbal feedback from individual LGB Chairs</p> <p>Abbey School</p> <ul style="list-style-type: none"> • Governors agreed re-designation of school. Proposal for pupil places to increase to 110 and include KS1 & KS5 • Appointment of Assistant Head Teacher but employee left after one week. School reviewed appointment system and procedures but felt that they were thorough. Second wave of applications received but no strong candidates. A late application did meet the criteria and will be interviewed • Previous caretaker’s property has been converted with the help of Wilmott Dixon to make an independent learning environment for pupils. It is hope that the property might be able to be used for overnight experiences too in the future, but policy would need to be addressed before this • Thanks to Wilmott Dixon and everyone who donated furniture and equipment for the house <p>Hilltop School</p> <ul style="list-style-type: none"> • Work on Single Central Record ongoing – large job to move all information from current format into new Nexus document • Safeguarding all in place, but some historic references are missing • CEO presented to staff on staff change implementation. Peter Leach in his role as a Member and retired Head Teacher attended to support. Very positive impact • Changes on LGB. Mary Beck retired after 30+ years’ service, another Governor having to take a break due to family commitments, so pressure on other Governors to carry out all the work required. 	

<ul style="list-style-type: none"> Looking to appoint additional Governors <p>Kelford School</p> <ul style="list-style-type: none"> Good first meeting of academic year Appointments and preparation of work for Link Governor roles Chair attending first meetings of Link Governors with SLT Chair having fortnightly meetings with HT Planning health and safety enquiry walks, other peers to be involved, extra pair of eyes and someone who may not know the building would be useful to challenge 	
<p>7.5 Update of Trust Board of Directors contacts</p> <ul style="list-style-type: none"> All Directors contacts were checked and confirmed 	
<p>7.6 Trust Board of Directors to report on:</p> <ol style="list-style-type: none"> any functions exercised on behalf of the Trust Board of Directors any training and development undertaken visits to schools within the MAT <ul style="list-style-type: none"> AC - Ongoing work in Sheffield on the retention and recruitment of Governors, will share when complete SB & AC - Attendance at the opening of the Abbey Learning House SB - Attendance at Kelford Coffee morning SB – Liz Buxton mentoring SB in role of Chair of LGB SS – Wanting to attend NGA conference in Manchester if place available WC – Addressing the shortage of Governors on LGBs, met with James Gosling who may be joining Kelford LGB AM – working on ICT strategy with CEO SS – Attended LA Chair & Vice Chair meeting, has information about Governor qualification 	
8. ANY OTHER URGENT BUSINESS	
<p>8.1 To consider any other urgent business agreed by the Chair</p> <p>8.1.1 Fundraising Officer</p> <p>Due to funding uncertainty and ongoing partnership work it was felt that it would be wise to wait before this appointment was made</p>	
9. CONFIDENTIALITY	
<p>9.1 To consider the confidentiality of any items discussed during the meeting</p>	
10. DATES OF NEXT MEETINGS	
<p>10.1 Future Trust Board of Directors meeting dates: It was felt that as the committees are now in place that it would be more beneficial for the Trust Board to meet to on a bi-monthly schedule from January 2017. The meetings below that have been strike through have therefore been removed from the planner</p> <p>Finance & Audit Committee – Wednesday 2nd November 2016 – 17:00 at Kelford School TBoD – Wednesday 16th November 2016 – 17:00-19:30 at Kimberworth Children’s Centre Standards Committee – Monday 28th November 2016 – 10:00 at Kimberworth Children’s Centre TBoD – Tuesday 13th December 2016 – 17:00-19:30 at Kelford School TBoD – Wednesday 18th January 2017 – 17:00-19:30 at Kimberworth Children’s Centre TBoD – Wednesday 15th February 2017 – 17:00-19:30 at Kelford School</p>	

Finance & Audit Committee – Wednesday 1st March 2017 – 16:30 at Hilltop School
TBoD – Wednesday 15th March 2017 – 17:00-19:30 at Kimberworth Children’s Centre
Standards Committee – Monday 20th March 2017 - 10:00 at Kimberworth Children’s Centre
~~TBoD – Wednesday 5th April 2017 – 17:00-19:30 at Kelford School~~
Finance & Audit Committee – Wednesday 3rd May 2017 – 16:30 at Hilltop School
TBoD – Wednesday 17th May 2017 – 17:00-19:30 at Kimberworth Children’s Centre
~~TBoD – Wednesday 14th June 2017 – 17:00-19:30 at Kelford School~~
Standards Committee – Monday 26th June 2017 - 10:00 at Kimberworth Children’s Centre
TBoD – Wednesday 12th July 2017 – 17:00-19:30 at Kimberworth Children’s Centre
Nexus MAT AGM – Monday 24th July 2017 – 17:30

Minutes approved

CHAIR	SIGNATURE	DATE
ANDY CHILD		16/11/2016