

Trust Board of Directors Meeting Wednesday 16th November 2016 Kimberworth Children's Centre at 17:00

ACTION POINTS SUMMARY SHEET

Actions		By & Target Date
6.3 14/09/16	Governance Development Programme 11/10 CEO to continue to review & develop update at November TBoD 16/11/17 Self-assessments & skills audits still not all completed. Plan will be set after collation & analysis	Clerk/CEO ongoing 18/01/17
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
4.2 11/10/16	Audit & Finance Committee to review Reserves Policy & development Investment Policy	On agenda 15/03/17
6.2 11/10/16	CEO to undertake evaluation of HMCI High Performing MATs against Nexus progress & update Corporate Development Plan 16/11/17 Cross referenced in the Corporate Development Plan RSC will be on the agenda in December	Completed
6.5 11/10/16	Sponsored School – CEO to consolidate due diligence reports from reviews	On agenda Completed
6.6 11/10/16	E-Governors SS/SB to pilot & set success criteria update Dec 16	SS/SB 13/12/16
7.3 11/10/16	Skills Audits – recirculate audit to Directors 16/11/17 Self-assessments & skills audits still not all completed. Plan will be set after collation & analysis	Clerk/CEO ongoing 18/01/17
4.1 16/11/16	Learning & Development Policy – amendments to be made as discussed and then published	CEO/ Clerk
6.1 16/11/16	CEO to action all recommendations	CEO
6.3 16/11/16	CFO to update MAT budget in line with recommendations in item 6.1	CFO
6.3 16/11/16	CFO to develop reports	CFO 13/12/16
7.1 16/11/16	Permanency of Head Teacher at Kelford & grading to be resolved by WC and SS	WC/SS
7.1 16/11/16	National external advert for Head Teacher position at Hilltop School. WC and SB to progress	WC/SB
7.1 16/11/16	Task & Finish group - AC, WC, PC with JM as advisor Same Group to look at CEO grading without WC input	AC/PC/WC/JM



**Trust Board of Directors Meeting
Wednesday 16th November 2016
Kimberworth Children's Centre at 17:00**

Attendees:

Andy Child	Member Representative & Chair of Trust Board of Directors	AC
John Coleman	Member Representative	JC
Steve Booth	Chair Hilltop School LGB	SB
Sue Shelley	Chair Kelford School LGB	SS
Alan Meloy	Independent Director	AM
Peter Castleton	Independent Director	PC
Catherine Hall	Independent Director	CH
Warren Carratt	CEO Nexus MAT	WC
Amanda Benton	Associate Director	AB

Also Present:

Clare Southwell	Clerk	CS
Tracey Brooke	CFO Nexus MAT	TB
Jason Milner	CEO Services for Schools (S4S)	JM

Apologies:

John Irwin	Chair Abbey School LGB	JI
------------	------------------------	----

1. APOLOGIES FOR ABSENCE		Actions	
1.1	To accept apologies for absence Apologies received from JI		
1.2	To receive, but not accept, apologies for absence Apologies accepted		
2. ITEMS OF URGENT BUSINESS			
2.1	Chair to determine any items of urgent business to be considered Welcome to new Associate Director, Amanda Benton and introductions were made		
2.1.1	Ratification of Chief Executive Officer Position <ul style="list-style-type: none"> Information and decision from Confirmation Interview shared Appointment approved & permanent CEO position appointed 		
2.1.2	Development Programme – New Schools Network – this will be dealt with at item 6.5 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"> The CEO, CFO and SB all declared an interest in item 6.8 		
4. POLICIES & PROCEDURES FOR APPROVAL			
4.1	Learning & Development Policy <ul style="list-style-type: none"> CEO/Clerk to make agreed amendments with CEO and publish Document Approved 	CEO/ Clerk	
Questions & Challenges	Response		Further action(s)
<i>How does it differ to current practice?</i>	Currently there is no policy in place to cover all staff from CEO to TA & admin.		
<i>Budget implications?</i>	Each school has a training budget and there is a central CPD budget assigned to the HoSI.		
<i>Inclusion of learning resources?</i>	Resources can be sourced from another budget.		
<i>6.4 if courses over longer than one year where does member of staff stand</i>	2 nd year after completion & successful 1st year – statement of commitment to honour long term courses of study could be included.		
<i>7.3 primary benefit to person – should be to the Trust?</i>	Within CPD model there is personal development for the particular role & additional CPD that might be linked to the School Development Plan and be of value to the school. With budget restrictions personal for just personal development may not be as easy to support		

<i>Change title to Workforce Learning & Development Policy</i>	Agreed to change					
5. TRUST BOARD OF DIRECTOR MINUTES						
5.1	To approve the minutes of the following meetings: TBoD meeting held on 11 th October 2016					
•	Minutes approved					
5.2	Matters arising from the Minutes					
•	Actions noted above					
6. CHIEF EXECUTIVE'S REPORT						
6.1	Pennine View Due Diligence					
•	Nexus have been working with Pennie View since Sept 16 on behalf of DMBC & DfE & RSC					
•	School found to be inadequate around safeguarding does not requires improvement in respect of provision					
•	HT removed from post. Leadership needs to be strengthened Luci Windle (LW) Head of Abbey School, motivated leader & working with school 3 days a week on NLE placement & fulfilling role. Dept Head at Pennine View in place and is a sound base for the SLT					
•	If approved propose to put LW in place as Executive Head for rest of year					
•	Transparency & openness so Pennine View employees & families know who Nexus are					
•	If sponsorship agreed it will mean that Pennine View will close & reopen under Nexus umbrella					
<table border="1"> <thead> <tr> <th data-bbox="118 1283 491 1352">Questions & Challenges</th> <th data-bbox="496 1283 1002 1352">Response</th> <th data-bbox="1007 1283 1267 1352">Further action(s)</th> </tr> </thead> </table>			Questions & Challenges	Response	Further action(s)	
Questions & Challenges	Response	Further action(s)				
<table border="1"> <tr> <td data-bbox="118 1359 491 1778"><i>What is the difference between sponsorship & incorporation?</i></td> <td data-bbox="496 1359 1002 1778">Schools can choose when to convert when & who with if good. If failing school DfE decision to find sponsor & direct to conversion. Up to 5 months for conversion to take place. Opportunity to work closely until conversion, if we decide not to include Pennine View in Nexus we would have to return sponsorship money (£45,000) We will know a great deal about the school before conversion</td> <td data-bbox="1007 1359 1267 1778"></td> </tr> </table>			<i>What is the difference between sponsorship & incorporation?</i>	Schools can choose when to convert when & who with if good. If failing school DfE decision to find sponsor & direct to conversion. Up to 5 months for conversion to take place. Opportunity to work closely until conversion, if we decide not to include Pennine View in Nexus we would have to return sponsorship money (£45,000) We will know a great deal about the school before conversion		
<i>What is the difference between sponsorship & incorporation?</i>	Schools can choose when to convert when & who with if good. If failing school DfE decision to find sponsor & direct to conversion. Up to 5 months for conversion to take place. Opportunity to work closely until conversion, if we decide not to include Pennine View in Nexus we would have to return sponsorship money (£45,000) We will know a great deal about the school before conversion					
<table border="1"> <tr> <td data-bbox="118 1785 491 2058"><i>HT – what are arrangements at Abbey?</i></td> <td data-bbox="496 1785 1002 2058">SLT arrangements have been strengthened so school has strong Deputy head & new Asst. Head to start in Jan 17. New TLRs in place. Abbey numbers increasing in Jan & Sept 17 so new SLT provision would not be wasted if conversion does not go ahead</td> <td data-bbox="1007 1785 1267 2058"></td> </tr> </table>			<i>HT – what are arrangements at Abbey?</i>	SLT arrangements have been strengthened so school has strong Deputy head & new Asst. Head to start in Jan 17. New TLRs in place. Abbey numbers increasing in Jan & Sept 17 so new SLT provision would not be wasted if conversion does not go ahead		
<i>HT – what are arrangements at Abbey?</i>	SLT arrangements have been strengthened so school has strong Deputy head & new Asst. Head to start in Jan 17. New TLRs in place. Abbey numbers increasing in Jan & Sept 17 so new SLT provision would not be wasted if conversion does not go ahead					

<i>When legally responsible?</i>	Not until conversion. Very in-depth due diligence process being carried out so should be no hidden secrets or anything uncovered	
<i>On conversion will reds turn to ambers & greens?</i>	Finances, full detail information Benchmarking carried out & spend stopped within 2 days	
<i>Teaching & Learning Review performance?</i>	Own assessment - not sure what good looks like? Governance is one of the weak issues, Intervention Board (IB) to be put in place. JC happy to lead as Chair of IB	
<i>Will a building survey be carried out?</i>	Pennine View is a reasonably new building some parts from 70s but very good condition. Would be the most fit-for-purpose building within Nexus. Building survey will inform premises dev plan.	
<i>Finance – formulating management accounts for business?</i>	Already us the same FMS system so no delay	
<i>Any risks as it is a different LA?</i>	Advantageous – close partner same RSC area, closer to Hilltop than Abbey & Kelford. DfE & RSC have asked for Nexus. There are no other known risks with it being a different LA. Mitigation is for CEO to maintain strategic partnership and dialogue with LAs	
<i>Terms of Reference for IB? What is the background to this document?</i>	Taken from the Nexus Intervention Policy. As it will be the first time of use, amendments & fine tuning might be necessary. Ongoing evaluation of process	
<i>How will IB be developed?</i>	Will be representation from DMBC & help from other partnerships will be beneficial	
<i>Scheme of Delegation?</i>	DMBC still technically the authority prior conversion	
<i>Does Nexus have rate of growth plan</i>	5 year draft plan to go to Dec board – growth strategy Must be measured and workable All possible cases would be individually explored to see impact	

Recommendations

a) Accept the advice of the Chief Executive Officer and pass a resolution to formally sponsor Pennine View;

- Directors agreed unanimously to start the consultation process to formally sponsor Pennine View School

b) If accepting recommendation "a", then as part of sponsorship agree to the appointment of Mrs. Luci Windle as Executive Headteacher for the remainder of 2016/17 school year over Pennine View and Abbey School;

- Directors agreed unanimously to the appointment of LW as Executive Head Teacher
- Succession planning for possible future sponsorships, Deputy Head at Kelford School already taking on substantial Head Teacher role whilst JT takes on School Improvement role

c) If accepting recommendations "a" and "b", that the Executive Headteacher role be set as ISR points 29-35 (£76,814 - £88,982 per anum);

- Directors agreed unanimously to the above recommendation. A significant rise but reflective of new duties and also a time limited position

d) In accepting recommendation "a", then as part of sponsorship agree to the appointment of an Intervention Board to replace the functions of the Local Governing Body (as per the draft Terms of Reference in Appendix B and the draft Scheme of Delegation in Appendix C).

- Intervention Board (IB) will be put in place until Pennine View join Nexus when a new LGB would then be put in place
- JC proposed to be Chair of IB, Directors agreed

e) If accepting recommendation "a", then as part of sponsorship approve investment in a fixed term peripatetic teacher post to be employed by the central Trust to provide back-fill cover for leadership engagement in improvement work.

- Directors agreed to appointment, position will play a significant role in the work at Pennine View and will also be required for whole MAT to develop SLTs.
- Role will be additional support in school not in management of MAT. Assures a of quality of cover when required and gives time for projects to be undertaken
- New position will fall under management of SI Lead Fixed Term to end of Dec 17
- Currently costings in MAT budget for Social worker – but this takes priority
- Must create reserves to ensure Nexus is secure
- Appointment of social worker might assist in securing funding via personal budgets. Increased in top slice with additional school will give more central funding so still possible. Social Worker appointment still within Nexus plans

**CEO to
action all
recommen
dations**

Questions & Challenges	Response	Further action(s)
<i>Why fixed term? This will be continually needed would it attract a better quality of applicant if permanent appointment?</i>	Schools supporting each other but a long term strategy. Want to make sure we get high a quality candidate, don't want to go through capability. Suggested interim with view to make permanent? Could "Grow our own?"	

	<p>Use the provision as personal development for middle leaders? If doesn't work can review? Agreed that position would be required permanently but fixed term gives flexibility. Will start the appointment process as a fixed term appointment but will move to permanent if no appropriate candidates</p>		
<p>6.2 Audit & Finance Committee Annual Work Programme</p> <ul style="list-style-type: none"> • AM Chair of A&F committee • Summary of detailed work plan • Draft went to committee & was developed • Activities set for year • Risks register to be developed • Carrying out internal reviews before the statutory requirement • 15 Charity Commission questions, being used to set targets • E-Governor to look at 15 questions & challenge • Autumn 1 & 2 meetings – Autumn 2 will be in connection with Audited Account Report only 			
<p>Questions & Challenges</p> <p><i>ICT strategy?</i></p>	<p>Response</p> <p>Currently lack of investment in all schools due to budget restrictions Strategy will standardised some services across schools. Plan will secure future funding. Modernisation of strategy – including admin, hardware, software, licensing, main structure and servers</p>	<p>Further action(s)</p>	
<p>6.3 Monthly Nexus Trust Budget & Budget Plans</p> <ul style="list-style-type: none"> • Indicative carry forwards from LA - Hilltop £42,000 carry forward • Key headlines – Kelford & Abbey under profile spend, Hilltop slightly over • Slight deficit in Kelford but incurring some central costs at present • Now agreement made for consultation re Pennine View, there will be amendments to MAT budget to show salary changes • Trust Clerk employed to assist with Governance meetings 			<p>CFO</p>
<p>Questions & Challenges</p> <p><i>How do you know that we should be 33% through the expenditure?</i></p>	<p>Response</p> <p>15 month budget so on period 5 80%+ is staffing so straight profile</p>	<p>Further action(s)</p>	

<i>Would next year be based on this year % or still profiled?</i>	Some variances may show after first year so could reset profile in future		
<i>Can add Nexus accounts be added into table?</i>	In Dec 17 there will be a new format of consolidated accounts showing central MAT accounts along with school information	CFO to develop	
<i>Nett cash flow position – Can we extract the current liabilities so that the ratio between cash flow and liabilities can be shown?</i>	Yes that can be done for future reports	CFO to develop	
<i>School reserves/contingency?</i>	At present schools giving a 5% top slice so would put great pressure to also ask schools to set reserves. In future as top slice reduces, MAT can question schools on where the extra will be used. The surplus from the original conversion grant is to be used to improve services & capacity		
Thanks to CFO for developing reports, assistance and understanding			
6.4 Residential Provision Update 6.5 Free School Application Update THESE ITEMS WERE DEEMED CONFIDENTIAL PLEASE SEE APPENDIX 1 FOR INFORMATION			
6.6 School Improvement External Review Reports <ul style="list-style-type: none"> Presented to Board for information Standards Committee and LGBs to scrutinise Reinforced view that Leadership understand schools SIPs to be reviewed & revised Reports very similar to each other but as expected 			
Questions & Challenges	Response	Further action(s)	
<i>Going to repeat? When?</i>	Current reviews used as a starting point Want to have good robust challenge and advice. Different reviewers to be included within the Schools Improvement Plan		
<i>No deep dive shown in the reports? Are we happy with these reports?</i>	Reviewers did not feel confident to do make judgement. CEO to ensure future reviewers provide more concrete judgements.		

<p><i>Good process to highlight baselines to Governors</i></p>	<p>Good useful exercise and evidence</p>		
<p>6.7 School Safeguarding External Report</p> <ul style="list-style-type: none"> Presented to Board for information Standards Committee and LGBs to scrutinise Reinforced view that Leadership understand their schools This was a safeguarding audit focused on a Single Central Record (SCR) check 			
<p>7. GOVERNANCE MATTERS</p>			
<p>7.1 To address vacancies, confirm appointments, approve additional responsibilities of Directors</p> <ul style="list-style-type: none"> Task & finish group set up to look at: CFO permanency & grading task Permanency of Head Teacher at Kelford & grading to be resolved by WC and SS National external advert for Head Teacher position at Hilltop School. WC and SB to progress Full review of all leadership grades across Nexus Task & Finish group - AC, WC, PC with JM as advisor Same Group to look at CEO grading without WC input. 			<p>WC/SS WC/SB AC/PC/WC /JM</p>
<p>7.2 Verbal feedback from individual LGB Chairs</p> <p>Abbey School</p> <ul style="list-style-type: none"> Chair not present <p>Hilltop School</p> <ul style="list-style-type: none"> Changes to Governors due to retirement and resignations New volunteer role of Parent & Carer Ambassador. Previous Governor liaising with Parents & Carers and reporting back to LGB, but not a Governor role. Written guidelines and details of role agreed in writing <p>Kelford School</p> <ul style="list-style-type: none"> Thanks to WC for chairing last meeting 			
<p>7.3 Update of Trust Board of Directors contacts</p> <ul style="list-style-type: none"> All Directors contacts were checked and confirmed 			
<p>7.4 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"> Visits Abbey & Hilltop both very different & interesting Directors disappointed to hear about lack of support from school nursing service, & lack of commissioned services. School nurses are Public Health Nurses who are commissioned by the LA. The Nurses in Special Schools are Paediatric trained and are commissioned by Clinical Commissioning Group Several Directors going on course - Preparing for Ofsted for MATs, also courses Holding Leadership to Account, Understanding School Data, Understating the Governance Handbook and School Assessment. Also in-house training for LGB on Assessment without levels, NGA courses also being attended 			

8. ANY OTHER URGENT BUSINESS	
8.1 To consider any other urgent business agreed by the Chair	
9. CONFIDENTIALITY	
9.1 To consider the confidentiality of any items discussed during the meeting <ul style="list-style-type: none"> • Items 6.4 & 6.5 were deemed to be confidential 	
10. DATES OF NEXT MEETINGS	
10.1 Future Trust Board of Directors meeting dates: TBoD – Tuesday 13 th December 2016 – 17:00-19:30 at Kelford School TBoD – Wednesday 18 th January 2017 – 17:00-19:30 at Kimberworth Children’s Centre Finance & Audit Committee – Wednesday 1 st March 2017 – 17:00 at Hilltop School TBoD – Wednesday 15 th March 2017 – 17:00-19:30 at Kimberworth Children’s Centre Standards Committee – Monday 20 th March 2017 - 10:00 at Kimberworth Children’s Centre Finance & Audit Committee – Wednesday 3 rd May 2017 – 17:00 at Hilltop School TBoD – Wednesday 17 th May 2017 – 17:00-19:30 at Kimberworth Children’s Centre Standards Committee – Monday 26 th June 2017 - 10:00 at Kimberworth Children’s Centre TBoD – Wednesday 12 th July 2017 – 17:00-19:30 at Kimberworth Children’s Centre Nexus MAT AGM – Monday 24 th July 2017 – 17:30	

Minutes approved

CHAIR	SIGNATURE	DATE
ANDY CHILD		13/12/2016