



**Board of Directors
MAT Business Meeting
Wednesday 27th February 2019, 17:00 to 19:30pm
Kimberworth Children's Centre**

Attendees:		
Andrew Child	Director / Member & Chair of Trust Board of Directors	AC
John Coleman	Director / Vice Chair of Trust Board of Directors	JC
Steve Booth	Director	SB
Nick Hodge	Director	NH
Rachel Potts	Director	REP
Sue Shelley	Director	SS
Ray Palmer	Director	RP
Also Present:		
Warren Carratt	CEO	CEO
David McNaught	DCEO	DMc
Cath Sands	CFO	CS
Diane Hyner	Executive Assistant	DH
Apologies:		
Peter Castleton	Director	PC

1. Welcome & Apologies For Absence	
1.1 To receive apologies for absence Apologies received from PC	
1.2 To accept apologies for absence Apologies accepted from PC	
2. Items of Urgent Business	
2.1 Chair to determine any items of urgent business to be considered. CEO informed the group that John Siddall has been back in touch and would like to have further discussion about joining Nexus as a Director. CEO will approach another individual who is interested in becoming a Director but there is no further information at this stage. Chair explained the new format of meetings and the rational around the format. SS queried the terminology used on the agenda. Chair explained the wording around presentations and decision making and trying to differentiate when it is a business meeting. Chair will determine revised phraseology along the lines of “Strategic Priorities – Deep Dive Review” Ray Palmer joined the meeting at 17:10.	
3. Declarations Of Interest	
3.1 Individual Directors to declare any personal, business or other governance interests on any item on the agenda There were no declarations of interest to items on the agenda	
4. Trust Board of Directors Minutes	
4.1. To approve the minutes of the following Board meeting: Minutes from Trust Board of Directors meeting held on 30 th January 2019 Minutes approved and signed	
4.2. Review of Action Tracker Action tracker reviewed	
4.3. Matters Arising from Minutes CEO informed the meeting that the Disciplinary meeting mentioned at 7.2 is no longer necessary and gave background information.	
5. Policies	
5.1. New Policy Flexible Working Policy A request for flexible working has been submitted by a member of staff and HR have advised that we have a flexible working policy. All have read the policy with some queries around wording at 4.1. All agreed that the last sentence is removed. There are 2 typing errors to be corrected. The policy is approved subject to agreed changes. Action – Clerk to amend policy and publish on Nexus Website.	Clerk Completed
5.2. Policy Review Report	

<p>The report header has a typing error, should read MAT not MAR. SS queried if we have a policy for emergency leave in addition to special leave? CEO to check which policy this is covered in Action 1 – CEO to check policies relating to emergency leave. SS also queried if we have information in terms of early maternity leave CEO to review maternity leave policy to ensure this is covered Action 2 – CEO to review Maternity Leave policy to ensure early Maternity Leave is covered.</p>	<p>CEO 27/03/19</p> <p>CEO 27/03/19</p>
6. CEO Report to Directors	
<p>6.1. Strategic Business Plan Update</p> <p>CEO talked through the report and informed the group that the new Extended Services Co-ordinator starts 13th March and that the 3 Finance Officers are now in post. There is currently one LADO ongoing at the moment Action 1 – CEO to provide update at March meeting Crags conversion has been delayed to 1st May due to PFI issues regarding boundaries. Becton School – Due diligence is currently ongoing Action 2 - CEO to give an update re Becton due diligence to the 1st May meeting. Coppice have submitted an application to DfE to join Nexus. Due diligence work has started. CEO has met with leads at DMBC to discuss Doncaster partnership working. Nexus is looking at joint strategic board partnerships and CEO will attend a meeting to discuss this. SS queried what is Nexus expecting to get from this? CEO a more strategic approach to commissioning i.e. – procurement, clerking and GDPR and we are looking at collaboration. JC felt that if Nexus works with other MATS we will have a stronger voice but delegation of responsibility will have to be agreed. In relation to school provision, Doncaster Free School is still on line to be completed for September 2020 and Sheffield Free School the completion date expected at September 2021 Premises have been identified in Rotherham for the Landmarks partnership. To date 4 young people have signed up for this provision. A discussion followed relating to school budgets and financial sustainability. CEO confirmed more detail will be provided in the budget monitoring report and that Finance and Compliance Officers will be going into school to ensure systems are correct and to provide support to the school Business Managers.</p>	<p>CEO 27/03/19</p> <p>CEO 01/05/19</p>
<p>6.2. Scheme of Delegation Review Report</p> <p>CEO provided the report and gave background information. A lengthy discussion followed relating to the report and the different proposals with CEO giving details of how each option would work.</p> <p>All Directors felt that on balance proposal 1 is where we should go but we have to be clear about what we are delegating and to who. In the Ofsted consultation document when inspectors visit an individual MAT and where trust board delegate to executive, they will view the governors as part of the management. A good thing to do is to ensure training is provided for the board to address potential questions from Ofsted so we feel confident.</p>	

<p>CEO stated that at 6.3 on the agenda there will be a discussion to look at a revised model of governance with potential for local governance to change as part of this. It could mean a change in the way we utilise committees and how they are shaped.</p> <p>A discussion followed relating to schools considering joining us and the language used when talking about governance models. We need to be clear and express they will have a greater opportunity to be influential.</p> <p>Action – CEO to re-draft the scheme of delegation to ensure the narrative is clear and bring back to the meeting on May 22nd</p> <p>All agreed to proposal 1.1</p>	<p>CEO 22/5/2019</p>
<p>6.3. Pilot of revised model of Governance at Kelford School</p> <p>CEO gave background information and gave rationale about the request for a potential revised model of governance. CEO would like to pull together some options and proposals and have a task and finish group to look at this. SS, RP and JC to be part of the task and finish group.</p> <p>Action - Chair asked that CEO contact Helen O'Brien, CEO of Wickersley Partnership to link up with them to discuss governance models.</p> <p>A discussion followed relating to different options of governance.</p>	<p>CEO 27/03/19</p>
<p>7. CFO report to Directors</p>	
<p>7.1. November Board Report</p> <p>CFO presented the key points of the report and informed the group that the front page of the consolidated report will be the front sheet with individual reports behind. A discussion followed relating to how the information had been presented regarding loans and reserves and the CFO explained the information. Directors queried about loans to schools. A discussion followed around the reserves and that this could be a risk. CEO – gave background information including information about funding due in schools. SB asked if we have the definitive outturn from last year CFO confirmed we have it for capital but not revenue. CFO – for completeness capital has been included – SBMs are being advised how to record capital. SB asked about the cash balance and would it be possible to extract for that same date of the current liabilities to see if we are solvent or not. CFO confirmed that it is possible. Action – CFO to update report to include cash balance and liabilities information to provide a liquidity ratio. A discussion followed relating to reserves and loans and timescales of loans to be repaid. CFO confirmed that 20/21 had been set initially but CEO explained different options for payment need to be formulated based on the impact on schools and on other schools joining. DMc stated there is a reference to the ICFP and whether it will make an impact on provision. The ratio of staff to children is an important part of that.</p> <p>Chair queried why the table at top of p2 is as at 30th November and it is now at February. What is the intervening period like and when will we see January</p>	<p>CFO 01/05/19</p>

<p>information? CFO confirmed that this delay allows for validated data to be presented.</p> <p>SS asked who should have known about funding and under new system who is now responsible? CEO confirmed that this should have been known, and steps to intervene in the academies to ensure this is happening systematically have now been taken and reported to Directors separately. CFO stated that at the budget setting in June a spreadsheet will be sent to SBM and Headteachers to capture the information so there is an accurate picture. CEO confirmed this is still the Headteachers responsibility, as they are the budget managers.</p> <p>A discussion followed relating to payments owed from Rotherham and other LA's.</p> <p>JC stated directors are learning a great deal about what we have in place to make things better, but raised the issue about the perception of parent about service reductions. A discussion followed relating to how we need to inform parents. DMc feels it is the responsibility of Headteachers to write to parents.</p> <p>SB would like it minuted that the report is a real help to Directors</p>	
<p>7.2. November Consolidated Monitoring Included in the information above</p>	
<p>8. Nexus Performance Dashboard</p>	
<p>Dashboard Report / Guidance Notes/Performance Dashboard</p> <p>DMc gave background information relating to the guidance and pointed out changes and gave examples. DMc informed the group the dashboard would be developed later to include key documents links.</p> <p>DMc made references to what school had recorded and what the executives had challenged including strength of evidence and that the evidence is sound. Checks and balances and peer challenge.</p> <p>At the last meeting it was asked for a summary document to assist the dashboard. There are other elements that will be added to the dashboard including careers and preparation for adulthood. There will be more scrutiny of schools over and above Ofsted requirements.</p> <p>SS asked in the Dashboard under the Leadership and Management tab, where it refers to financial sustainability, is it possible to put anything in there to ensure robust financial management? DMc confirmed that in the ICFP tab it will show when a school requires improvement.</p> <p>SB stated that governance is only mentioned once and wondered if that is enough in terms of how it influences the judgment. A discussion followed relating to what should be included in the dashboard and about the scoring.</p>	

9. Nexus Integrated Curriculum & Financial Planning System		
Nexus ICFP		
<p>DMc talked through the report and gave information about work completed to date and about the MDIF bid. Part of the terms for receiving money is that Nexus had to agree to an independent review of ICFP.</p> <p>Hartshaws reviewed all of the systems and DMc is pleased with the report and outcome. This has been submitted to the DfE who have requested us to send all of the information that confirms the MDIF work.</p> <p>This has been a joint piece of work by CEO/CFO/DMc and IB.</p> <p>DMc stated IB had worked really hard and completed some of the work in his own time.</p> <p>NH asked when someone gets positive comments is that fed back from this group?</p> <p>Action - Chair to email IB on behalf of the TBoD with positive feedback about his work.</p>		
Chair 27/03/19		
10. Response to Ofsted consultation exercise		
For information – to consider and bring back to March meeting		
Action - DMc to populate the Ofsted word document and send round to Directors for comments.		
DMc 27/03/19		
11. Appointment of Pennine View Chair		
CEO gave information about the proposed Chair Wendy Wheldon All agreed Wendy as Chair of Pennine View LGB.		
12. Any other urgent business		
12.1. DMC gave information about school inset day on 22 nd March. Agendas were distributed and DMc asked for Directors to confirm if they want to attend. Confirmation to be sent to DMc by 15 th March. Action – Directors to inform DMc if they are attending any of the schools inset day on 22 nd March.		
13. Review of Risk		
13.1 To consider any new risks identified during the meeting for referral to the No Risks identified during the meeting		
14. Confidentiality		
14.1 To consider the confidentiality of any items discussed during the meeting. No areas of confidentiality identified.		
15. DATES OF NEXT MEETINGS		
Wednesday 27 th March 2019	17:00 to 19:30	Kimberworth Childrens Centre
Wednesday 1 st May 2019 at	17:00 – 19:30	Kimberworth Children’s Centre
Wednesday 22 nd May 2019	17:00 – 19:30	Kimberworth Children’s Centre
Wednesday 19 th June 2019 Leadership Summit	16:00 – 19:00	The Source, Meadowhall

Wednesday 26 th June 2019	17:00 – 19:30	Kimberworth Children's Centre
Wednesday 24 th July 2019	17:00 – 19:30	Nexus Headquarters
Wednesday 14 th August 2019	17:00 – 19:30	Nexus Headquarters

Minutes approved

CHAIR	SIGNATURE	DATE
ANDREW CHILD		27/03/19