

Trust Board of Directors Meeting Wednesday 15th March 2017, 17:00 – 19:30 at Kimberworth Children's Centre Kimberworth Rd, Rotherham S61 1HE

ACTION POINTS SUMMARY SHEET

	Actions	By & Target Date
6.1 13/12/16	School Improvement Strategy action plan to be added to CEO Termly report to evidence added value	CEO 17/05/17
4.2 18/01/17	CEO & CFO to meet with LGB Chairs to set a format of expectations. 15/03/17 — Variation to LGB report agreed but this may vary after the implementation of a new budgeting and accounting program	Completed
4.2 18/01/17	Table to be included to track all bid applications - Bid/ Reason For Application /Successful / if not why not. 15/03/17 — Report requires a tracking chart to show all bids and grants applications made for funding & results. CEO update, nothing to report at present but will include when appropriate	CFO 17/05/2017
6.5 18/01/17	ICT Lead to assist Directors with set up of new email accounts. 15/03/17 — Directors now using Nexus email accounts. All contact will now only be via those accounts. Clerk to contact IB to assist JC	Completed
8.1.1 18/01/17	Nexus schools undertake accreditation, CEO to look into systems in place and report back. 15/03/17 – It was felt that this matter should be dealt with and that challenge should be made at LGB level. Clerk to refer to LGBs	Completed
5.2 09/02/17	Related Parties Summary Forms, Clerk to ensure all completed. 15/03/17 – Still a couple to be completed	Ongoing Clerk 27/03/17
8.1 09/02/17	CEO to check on date/timing of AGM as next Audit will not be completed until after 31 st August 2017. 15/03/17 – See discussion at item 10.1 on agenda	Completed
4.1 15/03/17	Appointment to CEO Performance Management Committee. AC to co-ordinate papers & dates of review	AC 17/05/17
4.2 15/03/17	Permanence of Chief Finance Officer CEO to amend Scheme of Delegation & Pay Policy to show two Directors to be the appraisal board	CEO 17/05/17
4.3 15/03/17	Policy Review - Clerk to put Information Governance Policies on agenda Sept 2017	Clerk September 2017
4.3 15/03/17	Confidentiality & Sharing Information Policy. WC & PC to review & develop policy & present to next Trust Board meeting	CEO/PC 17/05/17
4.4 15/03/17	Monthly Nexus Trust Budget and Budget Plans. CFO to contact EFA and LA to settle Kelford deficit from Nexus account	CFO 17/05/17



	Monthly Norway Torot Burdent and Burdent St.	
4.4 15/03/17	Monthly Nexus Trust Budget and Budget Plans. Note to be made on accounts and minutes from this meeting (after approval) to be attached with accounts to ensure transparency and to highlight that it is a one off payment	CFO 18/05/17
4.4 15/03/17	Monthly Nexus Trust Budget and Budget Plans. CFO developing a reserve document to show where reserves will be used. Document to show medium & long term plans. CFO to present at next meeting	CFO 17/05/17
6.1 15/03/17	Nexus MAT Governance Review Proposal Consult on the cessation of practice of LGB Chairs also being appointed as Directors of the company effective September 2017.	CEO 30 March 2017
6.1 15/03/17	Nexus MAT Governance Review Proposal. Clerk to purchase NGA Chairs 360 Appraisal Package	Clerk 17/05/17
6.1 15/03/17	Nexus MAT Governance Review Proposal. Trust Board to undertake a self-assessment using the NGA self-assessment document	CEO September 2017
6.1 15/03/17	Nexus MAT Governance Review Proposal. LGBs to undertake a self- assessment using the NGA self-assessment document	CEO Autumn 2017
6.1 15/03/17	Nexus MAT Governance Review Proposal. 3 rd party assessment of the effectiveness of the Nexus MAT Board and LGBs to take place in the Autumn term of 2017, using National College guidance	CEO Autumn 2017
6.1 15/03/17	Nexus MAT Governance Review Proposal. Agreed to CEO exploratory conversation with RSC re DfE view of Trusts having independent, paid LGB Chairs	CEO 17/05/17
6.3 15/03/17	Head of School Improvement Appointment. CEO to work with Standards Committee to undertake appointment	CEO & Standards Committee 18/05/2017
6.6 15/03/17	Free School Application Update. CEO & AC to arrange follow up meeting with SCC.	CEO/AC
6.6 15/03/17	Free School Application Update. Clerk to add growth plan to next agenda	Completed
6.8.1 15/03/17	Budgeting and Accounting Software Approval for purchase of HSCC Accounting program	CFO 17/05/17
6.10 15/03/17	Benchmarking Data CFO to work with BHP to analysis information	CFO 17/05/17





Trust Board of Directors Meeting Wednesday 15th March 2017, 17:00 – 19:30 at Kimberworth Children's Centre Kimberworth Rd, Rotherham S61 1HE

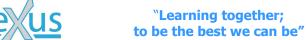
Attendees: Director / Member & Chair of Trust Board of Directors Andy Child AC Director / Member & Vice Chair of Trust Board of Directors John Coleman JC Warren Carratt **CEO Nexus MAT** WC John Irwin Director / Chair Abbey School LGB JΙ Director / Chair Hilltop School LGB Steve Booth SB Sue Shelley Director / Chair Kelford School LGB SS Alan Meloy Director AM Peter Castleton Director PC Catherine Hall Director CH Amanda Benton Associate Director AB **Also Present:** Clare Southwell Clerk CS TB Tracey Brooke CFO Nexus MAT (left meeting early) **Apologies:** JF Jayne Fitzgerald Director



1.	APOLOGIES FOR A	SENCE		Actions
1.1	To receive apologies f Apologies were receive To receive but not ac			
1.2	Apologies were receiv	• • • •		
2.	ITEMS OF URGENT			
2.1	There were no items		ered	
3.	DECLARATION OF 1			
3.1	interests on any item TB declared an interes TB also requested to		d to address items	
4.	ITEMS FOR APPRO	/AL		
4.4	Report for Month 9 of All schools just under Budget details & repo Budget setting being Reserves continuing to Healthy Liquidity Ratio whole of 1.74 which is figure shows sustainal concern, 1.3-1.75 heat 5% contribution to Maplanned for 1st April 2 Kelford deficit discuss have written directly to Kelford to pay back do Disappointed that LA for Nexus to settle with Debt was prior to continuoices. Situation we Due Diligence procedured Directors discussed is Approved for Nexus to Settle with Debt was prior to continuoices. Situation we Due Diligence procedured Directors discussed is Approved for Nexus to Settle with Debt was prior to Continuoices. Situation we Due Diligence procedured Directors discussed is Approved for Nexus to Settle With Debt was prior to Continuoices. Situation we Due Diligence procedured Directors discussed is Approved for Nexus to Settle With Debt was prior to Continuoices. Situation we Due Diligence procedured Directors discussed is Approved for Nexus to Settle With Debt was prior to Continuoices. Situation we Due Diligence procedured Directors discussed is Approved for Nexus to Settle With Debt was prior to Continuoices.	profile which is set at 60% at this point rts out to LGB meetings next week undertaken for September 2017 – August grow slowly (Assets (cash reserves) / Liabilities) for taken from the 3 month Accounts probability and viability. (1= balance, less that the control of the contr	st 2018 If the Trust as a duced by BHP. This an 1 would be of a conversion which is 000 deficit. RMBC range for a loan for to EFA. Proposal et information & late Nexus	
•		o be paid from central MAT funds	account	ТВ
•	 CFO to contact EFA and LA to settle the amount from Nexus account Transaction will be a one off payment to write off the debt. This will show in the 			
 April to August 2017 accounts Note to be made on accounts and minutes from this meeting to be attached with accounts to ensure transparency and to highlight that it is a one off payment Thanks to CFO for accounts which are now clear & easy format 		TB/CS		
	Questions & Challenges	Response	Further action(s)	
SB -	What is loan %	% not known at present but is a 3 year loan		



PC - If 0% interest why don't we take loan?	Rather not have EFA loan on record of MAT, would prefer to sort in house	
AC - Are figures true?	Yes had full break down from LA, deficit arisen from late invoices not raised and received from LA	
JI - Would prefer to keep in house but 2 choices: in house loan to Kelford from MAT; or MAT to take on debt & write it off	Abbey had deficit written off by LA, legacy of RMBC. Reserves more than enough to pay deficit & reserves have come from schools. Conversion grants were held centrally by Nexus, this is still the completion of the conversion process. Need to show fairness and work together. Do not want schools to believe that if they overspend that the Trust will bail them out. The new financial program will not allow for any overspends in future. Agreed for MAT to take on debt & make a one off transaction to write off the debt	
SB - Is there a stage when we need to identify where/what the money needs to be reserved for?	Yes, CFO developing a reserve document to show where reserves will be used and need to go. This document needs to show medium & long term plans	CFO to present at next meeting
JI - MAT central reserves, ethos to put as much money as possible into schools	Need to cover items in the risk register, i.e. pension deficit, apprenticeship levy are liabilities that MAT needs to hold enough money to cover liabilities in the risk register If spare reserves available can look at either reducing school contributions or look at support for schools with new initiatives	
AC - Details of risks go to A&F Committee. Are there any risks that TBoD need to know about?	No risks but CFO not currently able to access schools finance information unless on site at each school and FMS is not currently fit for purpose. Report circulated for item 6.8.1 on this agenda - Discussion about HSCC. Agreed to purchase new financial program for trust & schools	
AC - Is Pennine View in line & ready to convert and are DMBC on board?	Pennine View will carry a surplus through on conversion & are in a strong position for next 3 years. Time now to set a new working relationship with DMBC. Bank account is set up & ready for use. A lot quicker process with bank as	





	bolting on to current set up rather than setting up new system		
6.8.1 Budgeting and Accou	nting Software		
 Detailed report circulation 	ated with the agenda		
 FMS at route of most 	of the current problems, not fit for purp	ose	
	on each school site to access informatio		
transparent			
•	gations into other available systems		
	give increased quality and many benefits	5	
	can be set and stop spend limits put in p		
overspends		, ,	
	ve warnings if any spending thresholds v	were near the limits	
 Agreement for purcha 			
 CFO to update at nex 			CFO
TB left the meeting			
4.1 Appointment to CEO	Performance Management Committee		
	ppraisal year comes to end on 31st Augu	st 2017	
•	oleted prior to confirmation of permaner		
•	ed to join with AC who will lead on half y		
 PC & JC volunteered 			
	pers & dates of review		AC
4.2 Permanence of Chief			
 CFO is currently on a 	fixed term appointment		
•	ting CFO was regraded to also be Deput	y CEO	
	ent the selection process went through	•	
& nationally advert			
,	states that there is no obligation to re ad	vertise	
	nt to move fixed term contract to a perm		
	will be in Sept each year		
Questions &		Eurthor	

Questions & Challenges	Response	Further action(s)
SS - Do we have logged evidence of Performance review?	Yes, objectives set and a mid-year review is due to be held in Mar/April Meeting all but one objectives – 5% of pupils on personal budgets, which is now not felt to be a reasonable target as it is out of the control of the CFO	
JI - Should there be a more robust appraisal in line with Headteachers & CEO as it is a senior post?	Additional person on appraisal review board gives protection to CEO so not making decisions on own. Agreed CEO to amend Scheme of Delegation & Pay Policy to show two Directors to be the appraisal board – CEO & one other. BHP give regular external monitoring & audits which would immediately highlight any performance issues.	CEO to amend Scheme of Delegation & Pay Policy to show two Directors to be the appraisal board



4.3 Confidentiality & Sharing Information Policy

 Nexus already have Information Governance and Confidential Reporting Policies in place but schools also require a shorter briefer policy that address confidentiality at a school level

Questions & Challenges	Response	Further action(s)
SS - May 2018 lots of national changes coming into place. Should we review & revise all Information Governance policies to ensure that Nexus is in line with changes	Need to ensure that Nexus is compliant. There will be training and updates before new regulations come into place. Item to be put onto agenda in Sept 2017 for update on progression of work	Clerk Information Governance Policies on agenda Sept 2017
PC - Questions were raised about the policy about the language used. How can we tighten up language? I.e. position of parents? vulnerable pupils — accessing information but no explanation of the pupil's understanding	It was agreed that policy should not be published with questions outstanding. WC & PC agreed to work together and review & present to next Trust Board meeting	CEO / PC

5. TRUST BOARD OF DIRECTOR MINUTES

- 5.1 To approve the minutes of the following meetings:
 - 5.1.1 TBoD meeting held on 18th January 2017, wording amended as agreed
 - 5.1.2 TBoD meeting held on 9th February 2017
 - Minutes agreed, approved and signed
- 5.2 Matters arising from the Minutes
 - Actions noted above

6. CHIEF EXECUTIVE'S REPORTS

- 6.1 Nexus MAT Governance Review Proposal
 - DfE published Governor Handbook & updates regularly
 - DfE also produce a Competency Framework for Governors
 - CEO report addresses obligations within both documents

Recommendation 1

PROPOSAL - Consult on the cessation of practice of LGB Chairs also being appointed as Directors of the company effective September 2017. and consult with Headteachers and all governors on an alternative model of connecting the LGBs with the work of the Trust Board and vice versa;

- Unsustainability of LGB Chairs also undertaking the role of Directors with the growth of the Trust.
- Proposed that from September 2017 that LGB Chairs are no longer automatically Directors



- Proposal discussed with Headteachers. They understand but will be sorry to see change and have concerns on how the connection to the Trust Board will be kept in place are discussed, in addition to the CEO role acting as a conduit.
- Acknowledged that LGBs have no legal status but the Trust made a promise to keep a connection between the Trust Board and the schools
- Trust Board to continue to consult with Headteachers and LGBs on a revised model of governance which facilitates communication and accountability
- Use the Leadership Summit to look at possible new formats & ways to communicate
- LGB Chairs want to do their best but too many aspect to be involved in and need a home life balance as this is a voluntary role
- LGB Chairs need to lead LGB Governors as they are responsible for school when Ofsted calls
- Need to find an alternative model
- Proposal agreed

Questions &
ChallengesResponseFurther
action(s)PC - Is the model
proposed viable?
LGBs need to be aware of
Trust Board issuesCurrent model is unsustainable
Chairs are responsible for LGB
Governors.

CEO to commence consultatio n on 30th March 2017

Recommendation 2

Appoint a designated Director for Safeguarding

- Appoint a named Director for Safequarding
- Directors agreed to position
- CH agreed to act in this role
- Appointment agreed
- CH to withdrawn from Audit & Finance Committee and be appointed to Standards Committee

Recommendation 3

Commission the clerk to purchase the National Governor Association (NGA) Chairs 360 Appraisal Package at £155

- Package required to undertake appraisal
- Purchase agreed
- WC/AC & Clerk to undertake work in package when purchased

Clerk to make purchase

Recommendation 4

Trust Board to undertake a self-assessment of their skills and knowledge as a Board in the first autumn half term of 2017 using the NGA self-assessment document

- Self-assessment already taken place using Charity Commission 15 questions
- A further assessment agreed to be undertaken using NGA model

CEO September 2017

Recommendation 5

Commission Local Governing Bodies to undertake a self-assessment of their skills and knowledge in the first autumn half term of 2017 using the NGA self-assessment document (appendix B);

• Assessment agreed to be undertaken using NGA model

CEO Autumn 2017



Recommendation 6

Commission a 3rd party to provide an assessment of the effectiveness of the Nexus MAT Board and Local Governing Bodies in the Autumn term of 2017, using the guidance document published by the National College;

- Agreed to commission a review
- Outcome report to go to the Standard Committee

Questions & Challenges	Response	Further action(s)
PC - Is it right time for a review if we are changing the format of the Board by no longer having LGB Chairs as Directors?	It was felt that the review would create a work programme	

Recommendation 7

Commission the Chief Executive Officer to liaise with the office of the Regional Schools Commissioner to scope the Departmental view of Trusts having independent, paid LGB Chairs.

- Currently LGB Chairs appointed for a 4 year term
- Is the Trust Board ready for the CEO to have a conversation with the RSC about the positions of paid LGB Chairs
- The role of Chair is a job in Governance handbook but an unpaid job
- Trust Board needs to delegate and ensure job is carried out effectively, if not carried out it is the responsibility of Directors
- Some Directors do advocate professional Governance
- Director post is manageable but it is overwhelming to do Director & LGB Chair
- Director post must be unpaid
- The question of paid governance has been around for a long while but has never been formally addressed
- Agreed to CEO exploratory conversation with RSC, though no commitment to adopt a model of paid chairs if RSC endorses this.

_	$oldsymbol{\Gamma}$
L	EU

Questions & Challenges	Response	Further action(s)
AC – Would the job attract employee rights, pension, NI, Performance Management?	Unknown at present	
AM – If we are unable & struggling to fulfil LGB requirements how do we mitigate this?	Do we have LGB requirements? Already stated that the LGB model is not statutory Ofsted expect in-depth knowledge of the schools. Inspectors challenge Governors at the Ofsted interviews Only LGB Governors are able to answer those questions	

- 6.2 Nexus MAT "Challenge" meeting schedule
 - Challenge meetings 1st will be based on Free School application & implications
 - AC offered apologies in advance for July and August challenge meetings

Nexus Multi Academy Trust. A Private Ltd Company. Registered in England & Wales. Company Number: 10075893. Registered Office: Hilltop School, Larch Road, Maltby, Rotherham, S. Yorks, England, S66 8AZ. A charitable company.

CEO Autumn 2017



6.3 Head of School Improvement Appointment

- Head of School Improvement (HoSI) (JT) recently attended a Regional Schools event for School Improvement
- Growing importance of the role within MATs
- Role is essential part of a the Trust
- All Trusts need to differentiate between School Improvement role & Accounting Officer role
- Headteachers need to be focused on own schools
- JT already given noticed that she will not continue in HoSI role next year
- SM will be leaving Kelford to take on role of Headteacher at Pennine View in September 2017 after successful interview
- Need to undertake an external recruitment to new role
- Role to link to Standards Committee
- Proposal of a 3 days a week position 0.6fte
- Would need an understanding of SEN & Ofsted
- Appointment to start in September 2017
- CEO to work with Standards Committee to undertake appointment

Questions & Challenges	Response	Further action(s)
JI - Will 0.6fte be enough — is it limited due to affordability? Could Nexus offer the position as full time or part time?	No major limit on affordability. It was thought that the post would be of interest to someone wanting par time work? Importance of post – would it then attract a better candidate Part time might attract a person semi-retiring Agreed to advertise from a 0.6fte & up to full time	CEO & Standards Committee
SB - Is there any synergy is this role and the role of LGB Chair? This will be a paid role with a link to the Trust Board which will focus on school improvement. Is this not also the role of a LGB Chair?	Not sure how this could work – could be link to the Trust Board. Would be synergy between the work of the HoSI role and the work of the LGBs and would expect HoSI to advise LGBs	

6.4 Head Teacher Recruitment Update

- David Burdett successful at interview & appointed permanent Headteacher at Hilltop School
- Sarah Mulhall currently Senior Deputy Headteacher at Kelford School appointed to position of Headteacher at Pennine View School after success at interview
- Both appointments very thorough and processes carried out very successfully and all very pleased with outcomes
- AC to meet with DB on Friday
- 6.5 P19 provision update
- 6.6 Free School Application Update



	THESE ITEMS WERE DEEMED CONFIDENTIAL	
	PLEASE SEE APPENDIX 1 FOR INFORMATION	
	TEL OF SEE MI BIODEX ET SIX II WITTON	
6.7	Sponsored school update	
0.7	Pennine View showing an increased pace of improvement	
	Invitation for Nexus to visit after conversion	
6.8	Audit & Finance Committee Approval of minutes & update to Trust Board	
0.0		
•	Minutes agreed, approved and signed	
C 0 1	Dudgeting and Assaulting Cofficiens	
6.8.1	Budgeting and Accounting Software	
•	This item was dealt with earlier in the agenda	
6.9	Standards Committee update to Trust Board	
•	There is no current update from the Standards Committee	
•	Next meeting of the committee is on 21st March 2017	
6.10	Benchmarking Data	
•	Report circulated for information	
•	Special schools very difficult to benchmark	
•	Different levels/persons included in SLT costings. BHP not sure who included as	
	they take information from the budgets	
•	Lots of anomalies but CFO to work with BHP to analysis information	CFO
7. G0	OVERNANCE MATTERS	
7.2	To address vacancies, confirm appointments, approve additional responsibilities	
	of Directors	
•	JI – Director & LGB Chair considering resignation at Easter 2017 due to other	
	commitments	
	Will discuss details and timing with AC & CEO	
7.3	Verbal feedback from individual LGB Chairs	
Abbey	School	
•	Expanding numbers and increasing staff to accommodate the additional pupils	
•	Possible resolution about road, increasing pupil numbers so increasing traffic on	
	road – update to follow	
Hilltop	School	
•	No major issues to report, though school budget continues to be refined.	
Kelfor	d School	
•	E Governors working well but Lloyd's pilot scheme stated that equipment would	
	be provided to facilitate E Governors joining in meetings but this has not been	
	received. E Governor for Kelford physically attending meetings	
	. 223. 22. 2 2070. 10. 10. 10. 10. 10. 10. 10. 10. 10. 1	
Pennir	ne View	
	No major issues to report	
	no major issues to report	
7.4	Update of Trust Board of Directors contacts	
•	All Directors contacts were checked and confirmed	
7.	Twist Daniel of Divertous to use out on.	
7.5	Trust Board of Directors to report on:	
a)	any functions exercised on behalf of the Trust Board of Directors	
•	No items raised	
1.		
b)	any training and development undertaken	
•	SB – Safer Recruitment Training	
•	SB – Safer Recruitment Training	





- SS ESafety training undertaken
- JC Teaching & Learning Course with Carl Jarvis, Immersive Learning, excellent
- JC Safer Recruitment to be undertaken tomorrow
- JC Chair & Vice Chair Development Programme interesting
- CH Academy & MAT Governance training, Nicola Shipman
- AB Safer Recruitment Training
- c) visits to schools within the MAT
 - CH has undertaken a Critical Friend Reflection on Safeguarding Arrangements for Our Children in the Nexus Schools
 - A report had been circulated with the agenda

8. ANY OTHER URGENT BUSINESS

- 8.1 To consider any other urgent business agreed by the Chair
 - There were no items of urgent business

9. CONFIDENTIALITY

- 9.1 To consider the confidentiality of any items discussed during the meeting
 - Items 6.5 and 6.6 were deemed to be confidential

10. DATES OF NEXT MEETINGS

10.1 Future Trust Board of Directors meeting dates:

Standards Committee – Tuesday 21st March 2017 - 10:00 at Kimberworth Children's Centre

Challenge Group – Tuesday 4th April 2017 – 17:00-19:00 at Kelford School TBoD – Wednesday 17th May 2017 – 17:00-19:30 at Kimberworth Children's Centre

Audit & Finance Committee – Wednesday 24th May 2017 – 17:00 at Hilltop School

Challenge Group - Wednesday 14th June 2017 - 17:00-19:00 at Kelford School

AC offered apologies in advance

Standards Committee – Monday 26th June 2017 - 10:00 at Kimberworth Children's Centre

Audit & Finance Committee — Tuesday 4th July 2017 — 17:00 at Hilltop School TBoD — Wednesday 12th July 2017 — 17:00-19:30 at Kimberworth Children's Centre

Nexus MAT AGM - Monday 24th July 2017 - 17:30

- The details of the format of the AGM were discussed
- Meeting is for Members to challenge Directors on the details of the published accounts
- It was previously thought that Members had to ratify the accounts but as this is not the case, the accounts will be audited in the Autumn Term each year so the meeting could take place at the end of the Autumn Term?
- Opportunity to be more creative about how we want to run our AGM
- Do we want to include all stakeholders i.e. Parents, Carers, Pupils & staff?
- Open & transparent, a celebration event of achievements
- It should be a time for holding Trust Board to account?
- Parents/Carers get information at parent/carers meetings
- Time to share Trust Board discussions with families?
- Primary task is formal time for Members to challenge Trust Board
- Time to share Strategic Plan, bring it to life with help from Parents Forum



- Could be two different events?
- Possible formal meeting in July & then a celebration event in Autumn Term
- Members are guardians of the values and ethos
- Schools have expectation to work with community
- 30th March Leadership Summit cold be where format could be discussed

Challenge Group - Wednesday 16th August 2017 - 17:00-19:00 at Kelford School

• AC offered apologies in advance

Minutes approved

CHAIR	SIGNATURE	DATE
JOHN COLEMAN		17/05/2017