

**Trust Board of Directors Meeting
Wednesday 21st March 2018 at 17:00 – 19:30
at Kimberworth Children's Centre
Kimberworth Rd, Rotherham S61 1HE**

OUTSTANDING ACTIONS

Agenda Ref:	Actions	By & Target Date
4.6 25/10/17	Draft Memorandum of Understanding between Nexus MAT & Rotherham Parent Forum Ltd – CEO to share Rotherham Parent Forum Ltd (RPF) 29/11/17 – very keen but no formal reply at present. Update to follow. 20/12/17 – CEO contacted RPF, Trustees still have further questions & will follow up in new year 31/01/18 – CEO has followed up. Some RPF Trustees uncomfortable with a formal arrangement, the item is still with them, they have not responded formally. CEO to follow up with Jayne Fitzgerald at end of spring term (25/4).	CEO 25/04/18
4.3 06/03/18 Action 2	Leading Edge Review – Chair to develop an action plan from the recommendations & circulate to Directors for view & comments	AC 25/04/18
4.3 06/03/18 Action 3	Leading Edge Review – AC to establish a forum for LGB Chairs to meet with Board Chair	AC 25/04/18
4.3 06/03/18 Action 5	Leading Edge Review – JC to undertake work on the draft Communication Plan & meets with stakeholders & brings back work undertaken to the next meeting	JC 25/04/18
4.4 06/03/18 Action 1	DfE Assurance Enquiry (Craggs) - Task & Finish (T&F) group to set a process for the Change of Management process & journey for due diligence and merger. It was agreed that the group would be completed by: AC, SB & SS and that DM & the CEO would also link in remotely	T&F Group 25/04/18
6.4.1 21/03/18	6.4.1 Audit & Finance Committee – IB/CFO to share GDPR training dates with Directors	IB/CFO 25/04/18
8.1.1 21/03/18	Financial Benchmarking - SB to circulate the BHP information to all Directors	SB 25/04/18
8.1.2 21/03/18	Letter from Chair of Governors at Craggs Community School – CEO to circulate letter from Chair at Craggs Community School	CEO 25/04/18
8.1.3 21/03/18	Focus of next Challenge meeting – AC to circulate RAG rated action plan developed from Leading Edge review of Governance	AC 25/04/18
7.2.1 31/01/18	Reports from Committee Chairs: - Audit & Finance Committee CH requested to be included as part of the Audit of Personal Devices in Schools as she had experience of this in her safeguarding role. CFO to arrange	CFO 23/05/18

7.1 31/01/18	CEO Termly Report - Database to be developed to include arrows to show trend 21/03/18 will be included in next CEO report in May	CEO 23/05/18
7.2.3 31/01/18	Reports from Committee Chairs: - Headteachers, LGB Chairs Committee - Should key messages from the Trust Board meetings be taken back to the forum? Chair to highlight key messages to take to the Forum 21/03/18 – Next forum meeting on 16th May 18	AC 23/05/18
4.1.3 29/11/17	Charges & Remissions Policy. Music Tuition SS to define lines of enquiry & consider issues to discuss with Headteachers and LGBs. – 20/12/17 – ongoing defer to new year 06/03/18 – SS has spoken to Jill Walker but wanting to meet, this will take place later in March	SS 23/05/18
6.1 21/03/18 Action 2	2016/17 Trust Budget Monitoring Report - Cash balance? This was previously shown on the reports. CFO to ensure this is back on the account sheets for future	CFO 23/05/18
6.1 21/03/18 Action 3	2016/17 Trust Budget Monitoring Report – Training for Directors on the new reports formats will be arranged as soon as the new system is in place	CFO 23/05/18
6.1 21/03/18 Action 4	2016/17 Trust Budget Monitoring Report - Headings to match across all reports	CFO 23/05/18
8.1.1 29/11/17	The National Schools Commissioner is offering schools the option to join academy trusts as "associate members" so they do not relinquish their legal independence. Sir David Carter said that he would be making the point more widely in future, as a response to hurdles some schools face in joining academies. It was felt that this matter required further discussion and dedicated time so that it can be discussed in more detail at next meeting. 20/12/17 – Item noted but not enough information at present. To be brought back to Trust Board in 6 months or when further information is released	CEO 27/06/18
4.3 06/03/18 Action 4	Leading Edge Review – AC to undertake an evaluation & reflect on impact of Headteachers & Chairs Forum. Do they add value?	AC 27/06/18

COMPLETED ACTIONS

Agenda Ref:	Actions	By & Target Date
4.1 20/12/17	<p>Approval of Annual Accounts 2016/2017 - Apprenticeship levy was challenged; it was felt that the figure should be higher as all schools have been paying this levy since April 2017. PA to investigate whether figure reported is correct. 31/01/18 – There has been no further update from PA regarding this action – CFO to investigate. 06/03/18 – CFO is still working with BHP Auditors. The accounts were signed off & published and the bottom line figure is accurate on those accounts but it is felt that due to the limited time given to Nexus by BHP that work was not completed by BHP to ensure that some lines are not accounted for within the correct areas of the budget. We need understand the issues so that the information can be reflected on accurately in next year's accounts. The accounts that were signed off were accurate to the information held at that time. Bottom line & liquidity is sound. Nexus are not happy with service provided by BHP. The A&F Committee are addressing new tenders for the service. The CFO will provide a more detailed update at the next meeting</p> <p>21/03/18 – The matter regarding the Apprenticeship Levy could not be corrected as the accounts have been published but this will be addressed and corrected in the next financial year. A new invitation to tender for the auditing service has been developed and will be contracted for a year with a view to continuing if satisfactory. A sifting/shortlisting panel made up of Directors from the Audit & Finance Committee will meet on 17th April 18 & a full day of interviews will take place on 2nd May 18. BHP are not currently aware of the situation. The new criteria will cover areas that were not addressed in the original SLA that have been raised as we have learnt since conversion. The FMS system is not the best so it is being replaced by HCSS which has many, especially in reporting. BHP's contact ceases on 31st August 18 so Directors are still able to attend courses booked.</p>	Completed
10.1 31/01/18	To review Trust Issue Log - Additional issue be added around risk in other academies and responding to the audit 21/03/18 – Updated full review of Risk Register to be carried out by A&F Committee	Completed
4.4 06/03/18 Action 2	DfE Assurance Enquiry (Crags) – AC to inform RSC & DfE in changes to CEO position as a Director 21/03/18 – AC completed	Completed
7.1.5 06/03/18	DfE & NGA Chairs & Board Development - JC requested to reply to NGA asking for the programme to start in Autumn 2018 or later as this would be a better fit. JC will circulate the information that he has received 21/03/18 –They have agreed to request to Sept 19 start. Hilltop Chair & JC also attending original course	Completed

5.2 21/03/18	Matters Arising – Clerk to make amendment & check all actions are tracked. 07/04/18 – The amendment was made & all actions had been added to actions table. As there for several actions for one item procedures have been amended so if there is more than one action per item that these will be numbered on the minutes and within the action table for easier tracking	Completed
6.1 21/03/18 Action 1	2016/17 Trust Budget Monitoring Report - Cash balance? This was previously shown on the reports? The CFO agreed to circulate all cash in bank balances after the	Completed
6.4.3 21/03/18	Headteachers, LGB Chairs Report - The Chair gave a verbal update and the report will be circulated after the meeting 21/03/18 – report circulated	Completed



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Wednesday 21st March 2018 at 17:00 – 19:30
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Attendees:

Andrew Child	Director / Member & Chair of Trust Board of Directors	AC
John Coleman	Director / Member & Vice Chair of Trust Board of Directors	JC
Warren Carratt	CEO Nexus MAT	CEO
Steve Booth	Director	SB
Catherine Hall	Director	CH
Sue Shelley	Director	SS
Peter Castleton	Director	PC

Also Present:

Clare Southwell	Clerk	CS
Maria Simpson	Governor Administration Assistant	MS
David McNaught	Advisor to Trust	DM
Tracey Brooke	CFO Nexus MAT	CEO
Cath Sands	DCFO Nexus MAT	DCFO
Victoria Morris	Extended Services Manager Nexus MAT (present for item 4.1 only)	VM
Rachael Potts	Observer, Governor & Vice Chair of Hilltop LGB	RP

Apologies:

Alan Meloy	Director	AM
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1. APOLOGIES FOR ABSENCE	
1.1 To receive apologies for absence Apologies had been received from AM	
1.2 To accept apologies for absence The apologies were accepted As there were several new people at the meeting introductions were made	
2. ITEMS OF URGENT BUSINESS	
2.1 Chair to determine any items of urgent business to be considered Financial Benchmarking Letter from Chair of Governors at Craggs Community School Focus of next Trust Board Challenge meeting It was agreed that these items would be dealt with at item 8 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 There were no declarations of personal, business or other governance interest	
4. PRESENTATION	
4.1 Nexus Extended Services Manager, Victoria Morris, Presentation to Directors VM circulated a document to support her presentation Currently two contracts for staff to support the service provision. Extended Services provide after school provision in school term time and additional provision during school holidays Contracts for the provision signed with the Local Authority prior to VM's appointment, but since then the LA have made amendments to the service specification, previously aimed at only pupils with complex needs but now open to any pupil with SEND. Original agreement for grant to be paid from April 2017 but the contract was not signed until July 2017 and services did not start until September 2017 so three months of the grant money has had to be repaid to the LA. It is a 3-year contract of £125,000. What happens after 3 years, is there a clause in the contract to allow an extension? No but it was a significant contract awarded for three years. Previous contract had been held by YMCA but the LA did not renew. Nexus are only about 50% of contract that was received by the previous provider that is why it was originally only aimed at a smaller criteria and was written into the contract but LA then change the pupil eligibility. In September 2017, 29 pupils received services, that has risen to 76 in February 2018 & the figure is now at 101. There has been a short waiting list for services in February but this has been addressed and the service is continuing to address staffing & resources. Are you confident in the criteria that you have been set so that you are able to give clear explanations to families who are put on the waiting lists? The LA has acknowledged that the service is not a child care provision & that services are provided where ever possible	

on a "1st come, 1st served" basis with a triage system carried out prior to services being arranged.

It was noted that the finance figures reported were for the current financial year.

Consultation with parents for pupils with complex needs has shown that there is a preference for their service to be carried out at the school or a location known to the pupil along with staff that are known to the pupil and who known and understand the complex needs of the child. Consultation also highlighted that rather than a regular 2 hours each week at a weekend that parents would prefer a longer time on a monthly basis. There has not been an objection to parents paying transport costs, this allows a more substantial provision of service to be supplied. Discounted rates for Pupil Premium Pupils are available. Payments methods are being addresses as currently cash is being paid to schools & being then being passed to Nexus, so a new electronic payment system will be trialled after Easter so that payments are made direct to Nexus, this will cost approximately £950.00 a year but will give clear lines of segregation of money form the schools.

The first network meeting had taken place and it was highlighted that additional training around safeguarding around activities & lesson planning for clubs was required to improve outcomes, the meeting was very positive.

Staffing is the provision is the main problem. At Hilltop they had previously and are continuing to run their self-funded clubs so there is now pressure on the limited staff who want to undertake additional hours. There are also some problems at Abbey where staff are not wanting to take part. Abbey pupils and staff want to be away from site at end of day. VM resourcing & looking at a wider area for appropriate staff. Nexus is unable to contract staff directly due to irregular unguaranteed hours. Some pupils do have personal staff/Pas with them.

VM attends short breaks panel meetings

Re payment of staff, it a child already has a PA how do we check if whether that member of staff is being paid by direct payments or by Nexus? Nexus has to ensure that the member of staff is not being paid twice VM is continuing to address the issue with the LA (who fund Direct Payments) through Short Breaks Panel.

The website is continuing to be developed

There is a possible link with Rotherham United Football Club, they already provide a provision at Abbey School.

VM has approached Doncaster LA to input money for Pennine View pupils
VM feels that as a new service that they have made good progress and complimented the provision already being provided by the staff. Case studies shows encouragement of socialisation.

Is there a maximum of pupil numbers? 101 at present but this is expected to increase. Any scope to get extra funding? Input from other grants i.e. Children in Need or Sports funding would allow Nexus to continue and provide a larger range of provision & activities. It was felt that it would be advisable to carry out an audit with schools to find

<p>out where they have already received or applied for funding from so that duplicate applications are not made. VM to look into this. Other suggestions were Awards for All who grant £10,000 for each organisation, Big Lottery Tesco, McDonalds and Richard Stilgoe Foundation for music. This is ongoing and updates will be reported to the EX Steering Group.</p> <p>What marketing is done? Information is sent to Mary Jarret, RMBC Children's Services who circulates it to the Social Care Team and information is circulated via email to all schools in Rotherham and the developing website</p> <p>VM was thanked for her presentation</p>	
<p>VM LEFT ROOM</p>	
<p>5. TRUST BOARD OF DIRECTOR MINUTES</p>	
<p>5.1 To approve the minutes of the following board meeting: Trust Board meeting held on 6th March 2018 The minutes were agreed, approved and signed</p>	
<p>5.2 Matters arising from the Minutes The update of actions was noted above</p> <p>In minutes under 5.2, no action raised "CH to look into nursing service" CEO followed up and Head at Kelford School met with Mark Chambers & Paul Theaker at LA to highlight & ensure that they are aware that the schools are unhappy with service, developments ongoing. Mainstream schools received input from public health but Paediatric Nurses are commissioned for work in the special schools</p> <p>Item 4.4 on Page 2 of Appendix "they would not have is they did not feel" should read as "they would not have if they did not feel" Clerk to amend & check that all actions from appendix have been transferred into actions table</p>	<p>CLERK</p>
<p>6. CHIEF EXECUTIVE'S REPORTS</p>	
<p>6.1 2016/17 Trust Budget Monitoring Report At 6-month, 50% point of budget, all schools at around correct percentage only very slight variations.</p> <p>National pay deal ongoing and still no formal decision. Unions seem to be rejecting the offer & balloting for strikes, but schools have kept the funds ring-fenced within their budgets</p> <p>Capital funding reported separately</p> <p>Consolidated accounts & central trust budget – noted that figures are not succinct DM costings are not included, an updated report was circulated at the meeting.</p> <p>Details of Extended Services funding below expected expenditure as summer school not yet undertaken</p>	

Schools have received partial budgets from the LA, no information on Pupils Premium and other grants received

Pennine View have received all information in more transparent detail from Doncaster LA. More consultation required with Rotherham LA and Headteachers prior to budgets changes being received under new formula in April 18

Headteachers & Business Managers looking at predictions & making budget adjustments where necessary

DCFO has redeveloped account format which now also tracks income. This allows DCFO to challenge where predictions do not match actual income

Are our predicted budgets near to the budgets received from the LA? Hilltop pleased but Kelford not so as £70,000 short but they have been able to readjust. CEO needs to look at this in more detail as both schools have the same rate of funding now (other than Bespoke) so there shouldn't be a gap.

Surplus position for Abbey at £96,000? This is part of the surplus is the agreed income from Barnsley LA for growth, this is going to be held centrally so it is protected. Planning options are still ongoing and still not formally agreed, but there has been a move forward and the possibility of attaching an additional temporary building to the current buildings or adapting/redeveloping the Multi Use Games Area (MUGA). Spending is very prudent at Abbey but capital spending due. Hilltop spending plan to improve areas & create a learning house on the previous caretaker accommodation site is ongoing and they may also request a carry forward to allow greater development in future. The Headteacher has made good efficient changes within the staffing of the school & has addressed the historic issues.

If school surpluses are passed to Nexus for holding they will be ring-fenced. This also helps when schools are applying for grants and funding.

Central Nexus funds without the carry forward are running in deficit, is this planned? It has been agreed as the Trust did not want to use any of the reserves as the central Trust resources needed to expand prior to growth, i.e. the DCFO & Assistant CEO, so using carry forward and budgets will be re profiled as growth takes place, the Trust needed to expand & invest prior.

Cash balance? This was previously shown on the reports? Apologies this has been omitted in the changes to the reports. The cash balance is important to ensure that insolvency & liquidity issues are being monitored on a regular basis by Directors. The CFO agreed to circulate all cash in bank balances after the meeting & this will be put back onto the account sheets for future. The current excel sheets are only an interim solution as the new HCSS will have all this information included in the reports that can be pulled off the system.

CFO

It was noted that Red = minus = income which is good. Black is expenditure. This is accounting format and this is the way that HCSS reports will also be formatted. Training for Directors on the new reports formats will be arranged as soon as the new system is in place

CFO

<p>Hilltop Line E26 over spent by 695%? DCFO will look at this line at budget setting. Not all profiling was set well at the beginning of the 1st full year, this year's budget setting processes are more robust.</p> <p>Headings to match across all reports</p> <p>Where are the Trust Reserves held at present? Currently held within the Trust bank account. When they reach the agreed limit the Trust will look for an investment strategy and policy</p> <p>How much more work will the new system create for the schools? There will be training time but the new system will save a lot of time and the schools are excited to be receiving it. Schools will receive a ½ day training on budgeting software and a full day on the accounting software. There will also be a hotline to the company in place with no restrictions or limits on use and the DCFO will be available to assist and she already has knowledge of the system.</p> <p>Directors thanked the CFO & DCFO for their detailed reports</p>	CFO
<p>6.2 2017/18 Strategic Business Plan</p> <p>Similar to previous report circulated in January 18. Update to Section 3 – partnerships. New link with large trust, Greenwood Academy Trust, who run 32 academies around the Nottinghamshire, Derbyshire & Lincolnshire areas. Trust keen to undertake partnership work with Nexus, they have a key priority around special school's development and areas of collaboration work have been identified. They also receive some approaches for growth but do not want to stretch into South Yorkshire so could suggest Nexus as a strategic partner. There would be no conflicts with regard to growth.</p> <p>Chair reported on a Northern Alliance of MATs that has been established. Three MATs share staff and work together on procurement. Additional power as a larger organisation but no plan to merge, just sharing & operating together, an interesting business relationships.</p> <p>CEO, CFO & Head of Kelford School to visit Eden MAT in London. Nexus visit is to share & learn and look at systems & assessment without levels.</p> <p>Another wave of Free School applications is due to be released shortly. At present not known if this will be Trust of LA applications? Nexus involvement would be dependent on outcome of current applications but previous bid is still in place and would only need a review and update in order to be ready.</p> <p>No changes in discussions with other schools at present, no decisions made but discussions re growth are still ongoing.</p> <p>Meetings & discussions still ongoing with regard to residential provision Head at Newman has contacted the Headteacher at Hilltop School with regard to 19+ work. Paula Williams at the LA has also been working with Newman School to look at a college provision for 19+. The LA have stated they did not know of Nexus' interest in this area, but this has been discussed with Paula and other LA officers on numerous occasions. The CEO has stopped the work of Hilltop & Newman at present until there is more certainty on Hilltop's external review of provision. The school needs to remain</p>	

<p>focused on their own improvement and development and ensure is embedded and in place ready for inspection prior to taking on any further non-statutory developments.</p> <p>Richard Webster will continue the conversations with LA & Newman as a representative of Nexus rather than work being direct with Hilltop. Nexus needs to undertake due diligence of The Ridge before entering into partnership.</p> <p>Pennine View School staff & Governors are not attending the Nexus Conference day on 9th April 18 as vital work regarding behaviour management is needed. A whole school community day has been planned for 9th April 2018.</p>	
<p>6.3 Gender Pay Gap Report for Publication The draft plan having been reviewed and recommended by the Audit & Finance Committee had been circulated with the agenda. Nexus MAT only had 239 employees on 31st March 2017 so they are not legally required to produce a report but it was felt that it would be good practice to do so as Pennine View joined on 1st April 2017 which took Nexus above the required level. This will be an ongoing annual return/report that is on the annual plan of work plan for the A&F Committee.</p> <p>The data required to be produced shows that Nexus MAT do have an issue but not an equal pay issue. The data shows median pay & average pay information. 75% of upper quartile staff are female, we have equal pay and no bonuses are paid. It was noted that it is not an issue of equal pay but the fact that there are fewer males working in the lower positions. Specific data to be recorded & produced in line with legislation. An action plan to go to the A&F Committee.</p> <p>SS & CFO are continuing to look at other national data and reports. It was agreed that this needs to be looked at across all areas of equality & diversity and not just gender. The Action Plan will help us develop & ensure efficiency of use of staff, review movement of TAs across the pay bands. Many staff move up through the pay scales, the schools “grow their own staff”.</p> <p>It was noted that a Kelford Apprentice had been awarded the achievement of Apprentice of the Year in Rotherham</p> <p>The CEO has issued a briefing guide to Headteachers to be distributed to all staff and Governors – this is a public document & the formal document is ready to be displayed on the Nexus website.</p> <p>Thanks to SS & CFO for their work on the document. The Report was approved and agreed for it to be published as required by 31st March & forwarded to the specific Government website</p>	
<p>6.4 Reports from Committee Chairs 6.4.1 Audit & Finance Committee The committee have added additional meetings to the schedule to allow them to address all the delegated items. June date still to be arranged. Meetings will have a split of focus: Risk & Audit, or Finance & ICT</p> <p>The committee will be working with the CFO & overseeing the re tendering of the Audit contract</p>	

<p>JC attending NGA development governance programme</p> <p>CH attended Learner's First training for Governing Body self-evaluation</p> <p>c) visits to schools within the MAT There were no visits to report</p>	
<p>8. ANY OTHER URGENT BUSINESS</p>	
<p>8.1 To consider any other urgent business agreed by the Chair</p> <p>8.1.1 Financial Benchmarking SB had received an email from BHP showing benchmarking data against 9 other special schools nationally. It showed comparisons on pupil's ratios & GAG. The CFO explained that BHP the original benchmarking was discussed last year but this has now been revised & will be brought back to Directors with explanations. The Trust has also undertaken benchmarking within the local area. The DfE benchmarking data will not be available until Summer 18. It was suggested and agreed that all benchmarking data be presented to Directors in September 2018. The BHP data will be used to inform budget setting. SB to forward the document to all Directors</p> <p>8.1.2 Letter from Chair of Governors at Craggs Community School THE DISCUSSION WAS DEEMED TO BE CONFIDENTIAL PLEASE SEE APPENDIX 1 FOR INFORMATION</p> <p>8.1.3 Focus of next Trust Board Challenge meeting Items raised for challenge by Directors area review of the Scheme of Delegation and the appointment of Governors to the LGBs, their skills. It was also felt that there should be a discussion re management & governance.</p> <p>The Chair also reported on the rag rated action plan that has been developed from the recommendations and action from the external review of Governance by Leading Edge. The Chair will circulate the action plan to Directors</p>	<p style="text-align: center;">SB</p> <p style="text-align: center;">AC</p>
<p>9. REVIEW OF RISK</p>	
<p>8.2 To consider any area of risk discussed during the meeting and agree Risk Owner There were not items of risk discussed during the meeting</p>	
<p>9. CONFIDENTIALITY</p>	
<p>9.1 To consider the confidentiality of any items discussed during the meeting The retendering of the Auditor Contract for the Trust was deemed as confidential as the current had not yet been informed</p>	
<p>10. DATES OF NEXT MEETINGS</p>	
<p>10.1 Future Trust Board of Directors meeting dates: Challenge Meeting Wednesday 25th April 2018 at 17:00 – 19:30 Kimberworth Children's Centre Trust Board Wednesday 23rd May 2018 at 17:00 – 19:30 Kimberworth Children's Centre</p>	

Challenge Meeting	Wednesday 27 th June 2018 at 17:00 – 19:30 Kimberworth Children's Centre
Trust Board	Wednesday 25 th July 2018 at 17:00 – 19:30 Kelford School
Challenge Meeting	Wednesday 15 th August 2018 at 17:00 – 19:30 Kelford School

Minutes approved

CHAIR	SIGNATURE	DATE
ANDREW CHILD		25/04/2018