

**Trust Board of Directors Meeting
Challenge Meeting
Wednesday 25th April 2018 at 17:00 – 19:30
at Kimberworth Children's Centre
Kimberworth Rd, Rotherham S61 1HE**

OUTSTANDING ACTIONS

Agenda Ref:	Actions	By & Target Date
4.3 06/03/18 Action 3	Leading Edge Review – AC to establish a forum for LGB Chairs to meet with Board Chair 25/04/18 – AC to ascertain if required at Forum on 16/05/18	AC 16/05/18
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 25/04/18 –Plan shared on Governorhub by Chair. Actions 1-3 to be amalgamated. Red issues on plan discussed, Action 6 to be discussed at Standards committee. Actions in progress. AC to update & recirculate	AC 23/05/18
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 25/04/18 JC - Work in hand & ongoing	JC 23/05/18
4.4 06/03/18 Action 1	DfE Assurance Enquiry (Crags) - 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 25/04/18 – Work ongoing date to be arranged	T&F Group 23/05/18
6.4.1 21/03/18	6.4.1 Audit & Finance Committee – IB/CFO to share GDPR training dates with Directors 25/04/18 –All training for Data controllers & processors completed. CEO feels that Nexus is ready for the implementation of GDPR in May as there is a good understanding of Data Protection. Pennine View (PV) ICT Tech on long term sick so IB is also currently deployed to PV. Slight risk that PV may not be completely ready on 25th May but would only be a temp issue. Rather than a training session there are some ELearning sessions & toolkit that can be shared electronically. Systems & processes changes – Directors need assurance that changes required have been made. CEO to circulate a briefing note.	CEO 23/05/18
7.2.1 31/01/18	Reports from Committee Chairs: - Audit & Finance Committee	CFO 23/05/18

	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	
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
7.1 25/04/18	Trust Board of Directors to report on - JC – still unable to access information on the new Ofsted dashboard. – passwords from DfE required - CEO to chase up	CEO 23/05/18
8.1.2 25/04/18	8.1.2 Growth, planning for new developments Trust need to refine & develop skills & judgements to ensure capacity within the central team. AC to develop a paper & circulate with regard to the journey ahead	AC 23/05/18
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
6.8 25/04/18	Free School Project Plan - It was requested that at the next meeting that financial figures regarding the impact of the Free School Project on Nexus are presented – this will be included in the challenge meeting where the Medium Term Financial Plan will be presented	CFO 15/08/18

COMPLETED A C T I O N S

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). 25/04/18 – Change of Trustees so need further time & CEO will bring back when further information is received	Completed
8.1.1 21/03/18	Financial Benchmarking - SB to circulate the BHP information to all Directors – 25/04/18 - Circulated	Completed
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 25/04/18 - Circulated	Completed
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 25/04/18 - Circulated	Completed
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 25/4/18 Recent Sir David Carter Presentation – Happy for schools to be associate but no longer than 1 year & not an alternative to becoming an academy	Completed



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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	Director / CEO Nexus MAT	CEO
Steve Booth	Director	SB
Catherine Hall	Director	CH
Alan Meloy	Director	AM
Sue Shelley	Director	SS
Peter Castleton	Director	PC
Rachael Potts	Director / Governor & Vice Chair of Hilltop LGB	RP

Also Present:

Clare Southwell	Clerk	CS
David McNaught	Advisor to Trust	DM
Tracey Brooke	CFO Nexus MAT	CEO

Apologies:

1. APOLOGIES FOR ABSENCE	
1.1 To receive apologies for absence All present	
1.2 To accept apologies for absence There were no apologies to accept	
2. ITEMS OF URGENT BUSINESS	
2.1 Chair to determine any items of urgent business to be considered It was agreed that item 6.2 was dealt with immediately 6.2 Confirmation of New Director It was noted that Members had approved the appointment of Rachel Potts as a Director of Nexus Trust at the Members AGM Meeting held on 20 th March 2018. Rachel was welcomed to the meeting and introductions were made. New items to be added to the agenda: 6.7 NJC Pay offer 6.8 Free School Project Plan Thanks to all Central Staff for excellent Nexus Conference <ul style="list-style-type: none"> • Statutory Career Advice • Growth & planning new developments 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 The CFO & DM as an employee declared an interest re item 6.1 on the agenda & will leave the room There were no other declarations of personal, business or other governance interest	
4. TRUST BOARD OF DIRECTOR MINUTES	
4.1 To approve the minutes of the following board meeting: 4.1.1 Members AGM Meeting held on 20 th March 2018 4.1.2 Trust Board meeting held on 21 st March 2018 The minutes were agreed, approved and signed	
4.2 Matters arising from the Minutes The update of actions was noted above 4.2.1 Members AGM Meeting held on 20 th March 2018 Actions Signed Articles not on website – The CFO reported that she had emailed Howes Percival, the solicitors to request a copy but had not yet received a reply. The Trust holds a copy of the original Articles & a signed copy of the Memorandum that was made to the Articles when the number of Directors was increased.	

<p>The has also been limited contact with solicitors re Crags Conversion. Due diligence with regard to finance will be ready for the May Trust Board meeting but it is thought that information with regard to the PFI contract will not be ready until June as we are still awaiting information from Rob Holsey, Rotherham LA</p> <p>6.3 Gender Pay Gap – Have there been any updates since publication? The action plan is in place & work is being carried out.</p>	
5. ITEMS FOR APPROVAL	
<p>5.1 Policies</p> <ul style="list-style-type: none"> 5.1.1 Debt Recovery Policy 5.1.2 Influenza Pandemic Policy 5.1.3 Uncollected Child Policy <p>Three new policies had been circulated with the agenda. CEO requested that any amendments or changes be sent to him before publication</p> <p>A discussion took place re debt recovery. CEO informed Directors that the Headteachers had requested a Trust Policy. Dinner money debt is an issue within schools due to changes to circumstances in families, parents in & out of work & so not eligible for Free School Meals. Universal School Meals has led to a lower percentage of families completing applications for Free School Meals so the schools are not aware of any eligibility at EYFS & KS1 and this also impacts on Pupil Premium not always known. It was noted that staff in school have been known to assist with funding for pupil meals to ensure that all pupils receive a healthy meal during the day.</p> <p>Write offs & Disposals were also discussed. Similar across most schools, need more regular reporting from Business Managers. Schools to complete reports on a monthly basis, Headteachers to sign & forwarded to CFO for reporting to A&F Committee. CFO us picking this up in monthly 1:1s with Heads.</p>	
6. ITEMS TO BE CONSIDERED	
<p>6.1 Executive Pay Structure</p> <p style="text-align: center;">THIS ITEM WAS DEEMED TO BE CONFIDENTIAL PLEASE SEE APPENDIX 1 FOR INFORMATION</p>	
<p>6.2 Confirmation of New Director</p> <p>This item was dealt with at item 2 on the agenda</p>	
<p>6.3 Nexus Scheme of Delegation</p> <p>JC had raised issues with regard to the Scheme of Delegation (SoD) & had brought it to the Board for reflection and discussion</p> <p>Within the SoD there are about 26 references that LGB is accountable to CEO. JC feels that this accountability should be to the Trust Board & not the CEO.</p> <p>A detailed discussion took place with regard to this matter. It was agreed that the matter will continue to be discussed at the planned June meeting</p>	

<p>6.4 Appointment of Nexus Officers to the LGBs Covered within previous discussion</p>	
<p>6.5 Hilltop Mock Ofsted Report</p> <p>THIS ITEM WAS DEEMED TO BE CONFIDENTIAL PLEASE SEE APPENDIX 1 FOR INFORMATION</p>	
<p>6.6 Sheffield Special Schools</p> <p>The Chair & CEO have met with possible future partners. Three Sheffield special school have made it clear that they want to pass a resolution to academise & join Nexus. One of the schools has several assessment lodges with receives alternative funding & another is a teaching school. The Headteacher at one of the schools will be stepping down in December 2018 so there will be an advertisement to appoint a new Headteacher. The schools, like Craggs, can agree to become associate schools during the conversion & due diligence processes. On the visit the schools asked lots of questions & were excited to become part of the Nexus family and share experience & knowledge with other like schools. The Regional Schools Commissioner (RSC) will need guarantees about the capacity of Nexus. The schools will pass their own resolutions when ready. It was noted that all the schools were judged as good or outstanding and that there were experienced Governors who may be interested in the vacancies on the Nexus Trust Board. The growth plan will also keep in line with the work that needs to be undertaken in line with the work of the new Free Schools</p>	
<p>6.7 2018 - NJC Pay offer</p> <p>The national pay award had been agreed for the NJC pay scales for all support staff in the schools. The award is 2% backdated to April 2018 & a further 2% in April 2019. Directors agreed to accept both pay awards. Schools have accounted for the additional funding within their current budgets and the proposed 2018-2019 budgets.</p>	
<p>6.8 Free School Project Plan</p> <p>Two documents had been circulated by CFO prior to the meeting. AM had held a pre-meet with the CFO & carried out a detailed review of the documents and some amendments & updates had been made.</p> <p>The plan has been rag rated and shows the journey & the pre-opening project plan. The plan also shows the four check point meetings where DfE will attend. There are clear checkpoints that must be achieved before moving forward to ensure that everything is ready before opening. The same checklist has been prepared for both projects.</p> <p>Sheffield proposed opening is September 2020. Doncaster is still aiming for 2019.</p> <p>The Free School applications are still currently with the applications department; they will move over to the pre-opening team on 3rd May 2018. More information will be presented to the Board at the May meeting.</p> <p>Nexus needs to ensure they have involvement in the set up process. Initial discussions will give information on how the process will run.</p>	

<p>The original wave/route for Trust to also apply for a Free School has now been re-opened LAs may contact Nexus to make an application so this could be a rolling programme of growth.</p> <p>It was requested that at the next meeting that financial figures regarding the impact of the Free School Project on Nexus are presented – this will be included in the challenge meeting where the Medium Term Financial Plan will be presented</p>	CFO				
7. GOVERNANCE MATTERS					
<p>7.1 Trust Board of Directors to report on:</p> <ul style="list-style-type: none"> a) any functions exercised on behalf of the Trust Board of Directors Chair & CEO visited three special schools to discuss conversion b) any training and development undertaken Chair – Inspection Data Summary Report (ISDR) Training CH - RoSiS training Analysing School Data – JC – still unable to access information on the new Ofsted dashboard. – passwords from DfE required - CEO to chase up c) visits to schools within the MAT SB _ has visited schools re budget setting SS – has visited Pennine View re budget setting 	CEO				
8. ANY OTHER URGENT BUSINESS					
<p>8.1 To consider any other urgent business agreed by the Chair</p> <p>8.1.1 Statutory Career Advise It was noted that new legislation requires us to have a named Director responsible for this area. This links with the work of the Standards Committee so JC was nominated and approved as the nominated Director for Statutory Career Advise. JC has already undertaken work with Richard Webster, Nexus officer in this area.</p> <p>8.1.2 Growth, planning for new developments Trust need to refine & develop skills & judgements to ensure capacity within the central team. The Trust needs to prepare for the new free schools and other conversions whilst also remaining focused on the current schools – AC to develop a paper & circulate with regard to the journey ahead</p>	AC				
9. REVIEW OF RISK					
<p>9.1 To consider any area of risk discussed during the meeting and agree Risk Owner Ofsted Inspections & Free Schools Projects were deemed to be a risk</p>					
10. CONFIDENTIALITY					
<p>10.1 To consider the confidentiality of any items discussed during the meeting Item 5.1 was deemed to be confidential</p>					
10. DATES OF NEXT MEETINGS					
<p>10.1 Future Trust Board of Directors meeting dates:</p> <table border="0" style="width: 100%;"> <tr> <td style="width: 20%;">Trust Board</td> <td>Wednesday 23rd May 2018 at 17:00 – 19:30 - Kimberworth Children’s Centre – AC & SB apologies - JC to chair</td> </tr> <tr> <td>Challenge Meeting</td> <td>Tuesday 26th June 2018 at 17:00 – 19:30 - Kimberworth Children’s Centre Focus- Governance</td> </tr> </table>	Trust Board	Wednesday 23 rd May 2018 at 17:00 – 19:30 - Kimberworth Children’s Centre – AC & SB apologies - JC to chair	Challenge Meeting	Tuesday 26th June 2018 at 17:00 – 19:30 - Kimberworth Children’s Centre Focus- Governance	
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Trust Board	Wednesday 25 th July 2018 at 17:00 – 19:30 - Nexus HQ
Challenge Meeting	Wednesday 15 th August 2018 at 17:00 – 19:30 - Nexus HQ Focus - Finance (MTFP)

Minutes approved

CHAIR	SIGNATURE	DATE
ANDREW CHILD		23/05/2018