

Trust Board of Directors  
**Challenge Meeting**  
Tuesday 5<sup>th</sup> April 2017, 17:00 – 19:30  
**at Kelford School, Oakdale Road,  
Kimberworth, Rotherham S61 2NU**

## 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 <b>CEO</b> <b>17/05/17</b>
4.2 18/01/17	Table to be included to track all bid applications - Bid/ Reason For Application /Successful / if not why not. <b>15/03/17 – Report requires a tracking chart to show all bids and grants applications made for funding &amp; results. CEO update, nothing to report at present but will include when appropriate</b> <b>CFO</b> <b>17/05/2017</b>
5.2 09/02/17	Related Parties Summary Forms, Clerk to ensure all completed. <b>15/03/17 – Still a couple to be completed</b> <b>Ongoing Clerk</b> <b>27/03/17</b>
4.1 15/03/17	Appointment to CEO Performance Management Committee. AC to co-ordinate papers & dates of review <b>AC</b> <b>17/05/17</b>
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 <b>CEO</b> <b>17/05/17</b>
4.3 15/03/17	Policy Review - Clerk to put Information Governance Policies on agenda Sept 2017 <b>Clerk</b> <b>September 2017</b>
4.3 15/03/17	Confidentiality & Sharing Information Policy. WC & PC to review & develop policy & present to next Trust Board meeting <b>CEO/PC</b> <b>17/05/17</b>
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 <b>CFO</b> <b>17/05/17</b>
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 <b>CFO</b> <b>18/05/17</b>
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 <b>CFO</b> <b>17/05/17</b>
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. <b>CEO</b> <b>18/05/17</b>

6.1 15/03/17	Nexus MAT Governance Review Proposal. Clerk to purchase NGA Chairs 360 Appraisal Package	<b>Clerk 17/05/17</b>
6.1 15/03/17	Nexus MAT Governance Review Proposal. Trust Board to undertake a self-assessment using the NGA self-assessment document	<b>CEO September 2017</b>
6.1 15/03/17	Nexus MAT Governance Review Proposal. LGBs to undertake a self-assessment using the NGA self-assessment document	<b>CEO Autumn 2017</b>
6.1 15/03/17	Nexus MAT Governance Review Proposal. 3 <sup>rd</sup> 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	<b>CEO Autumn 2017</b>
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	<b>CEO 17/05/17</b>
6.3 15/03/17	Head of School Improvement Appointment. CEO to work with Standards Committee to undertake appointment	<b>CEO &amp; Standards Committee 18/05/2017</b>
6.6 15/03/17	Free School Application Update. CEO & AC to arrange follow up meeting with SCC.	<b>CEO/AC</b>
6.8.1 15/03/17	Budgeting and Accounting Software Approval for purchase of HSCC Accounting program	<b>CFO 17/05/17</b>
6.10 15/03/17	Benchmarking Data CFO to work with BHP to analysis information	<b>CFO 17/05/17</b>
3.1 05/04/2017	Strategic Objective 4 – Free School Application CH & WC to start links with NHS & share application	<b>CEO/CH</b>
3.1 05/04/2017	Strategic Objective 4 – Free School Application SB to develop a list of possible prospective investors/partners	<b>SB</b>



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**Attendees:**

Andy 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	WC
Peter Castleton	Director	PC
Steve Booth	Director / Chair Hilltop School LGB	SB
Sue Shelley	Director / Chair Kelford School LGB	SS
Catherine Hall	Director	CH

**Also Present:**

Clare Southwell	Clerk	CS
Tracey Brooke	CFO Nexus MAT	TB

**Apologies:**

Amanda Benton	Associate Director	AB
Alan Meloy	Director	AM
Jayne Fitzgerald	Director	JF

1. APOLOGIES FOR ABSENCE		Actions
1.1	To receive apologies for absence <ul style="list-style-type: none"> <li>• Apologies were received from AB, AM &amp; JF</li> </ul>	
2. ITEMS OF URGENT BUSINESS		
2.1	Chair to determine any items of urgent business to be considered <ul style="list-style-type: none"> <li>• New Governance Model</li> </ul>	
2.1	Resignation of Directors – John Irwin <ul style="list-style-type: none"> <li>• Resignation discussed, Members informed and resignations accepted</li> <li>• Messages of thanks to be sent</li> <li>• SB to cover Abbey LGB Chair to the end of the academic year</li> </ul>	
3. ITEMS TO BE CONSIDERED		
3.1	Strategic Objective 4 – Free School Application <ul style="list-style-type: none"> <li>• Free school application completed and submitted to New Schools Network</li> <li>• LA not able to open schools but not many special free schools being set up so in Nov 16 LA given opportunity to submit applications for special schools in partnership with a Trust</li> <li>• Discussions ongoing with Rotherham LA to look at provision for boarding special school</li> <li>• Rotherham LA has not put in an expression of interest to open a Free School. Doncaster and Sheffield have,</li> <li>• Huge bit of work to prepare the application – would be a 5<sup>th</sup> school.</li> <li>• If get through the 1<sup>st</sup> stage need to prepare for the future &amp; have capacity to ensure that we are carry out all the work</li> <li>• This is strategic thinking &amp; time for some ground work</li> <li>• June meeting may need to change if a response to our application has been received</li> </ul>	
Questions & Challenges	Response	Further action(s)
<i>PC - If Rotherham not putting in a bid will it make our bid more vulnerable?</i>	LA not submitted a bid due to timescales. PW stated that she would like to put in bid but unable to get it through for a decision to be made.	
<i>AC Will the LA put obstacles in the way of our application?</i>	On conversion LA should have been talking with other LAs & then to us about an application	
<i>SS - If Rotherham have closed their care provision are we putting ourselves at risk?</i>	No – RMBC care provision closed for quality reasons not because it wasn't needed. LA support need for more resi places and have written a letter of support for this free school bid specifically for resi.	

<i>SB - Could we lead &amp; start the partnership working already?</i>	Sheffield & Doncaster LAs submitted applications, if successful MATs will then tender to be partners.		
<i>SB - Where would they sit on funding?</i>	For special LA commission places so they have given a letter of support stating that there will be the pupil numbers to be admitted into the school		
<i>CH - Can you commission with other LAs too?</i>	Other LAs also looking at Free School provision. If Nexus looks for a site central to region Only looking for 8 boarders & 84 pupils		
<i>SB – Do these pupil numbers address the need?</i>	Yes. The High Needs Block is overspent and rising. Government are not giving more money to meet the demand		
<i>PC - Who pays for the building &amp; under what formula?</i>	DfE – looking at site that might need renovations, DfE use modular builds The build is DfE funded but once built the maintenance is provided by Trust		
<i>PC - How does building grow with the increasing pupil numbers?</i>	Could be built in full & only partially used, or could be modular & added to as school grows		
<i>SS - Is there a DfE model about what a special school looks like? We currently have buildings that are not fit for purpose so we need to be assured that the free school will be suitable</i>	Going to look at a similar school in Bristol that has been built for a similar cohort of pupils		
<i>JC - Need to be clear on what our curriculum offer is so the building matches the needs. Need to ensure that the build is adaptable to all areas of SEND</i>	Fitting out costs not included – get a start-up grant which is not a large grant A SEND school should be bespoke for the need		
<i>SB - Will the information in our application be able to be updated and amended as the project moves forward?</i>	If plan is credible and changes with the need that is OK. The plan is a huge document, with regular changes taking place, still not final draft, still meeting to get everything into it		
<i>CH - Re pupil numbers – is it worth working with Paediatricians who are conscious of growing</i>	Might not be time to do this prior to application but feel this would be beneficial as project moves forward Would want to have NHS input &	CH & WC to start links with NHS & share application	

<i>numbers</i>	could look at some shared funding – also space for assessment provision & clinical services. It would give a holistic vision & provision. Directors gave permission for the CEO & CH to share the application with Ian Atkinson.		
<i>SS - If we fail can we resubmit?</i>	Yes there will be chance to rework it for this round but there might be possible ways to get assistance in the completion of a future application. If made into a broader contribution it might be more successful		
<i>SB - Impact on Nexus – what size of budget &amp; how will it impact on current facilities?</i>	Estimated budget already entered as part of the application but this is set on estimated number of pupils. Different banding of pupils means there is not consistent funding. Currently Nexus has approximately £9 million turnover, a new free school would be approximately an additional 1.8 millions Secretary of State will own the school. Land is leased to DfE similar to academies. Impact on Nexus means it is like adding another school but without Nexus owning the capital/building. Staffing will be the largest resource.		
<i>PC - We need to make sure that we are confident about our position. Concerned about the low base rate put in the application</i>	LA want the solution but are not willing to commit to a higher base funding. Current commitment from LA is £10,000 base funding & £9,000 top-up per pupil		
<i>SB - What is alternative if LA won't commit to higher base rate?</i>	Other LAs all paying higher costs, Nexus could look at more out of area placements		
<i>SB – How would the growth fit in with the current remit of Nexus staff? When do we need to look at recruiting new central staff to manage project?</i>	CFO has been involved in this kind of project previously. Might be able to move some of her work aside to allow her to be involved with Project Manager. Some central Nexus funding could be used for growth as part of our strategic plans Would need a new Headteacher who would be involved from day 1 along with the Nexus HoSI		
<i>SS – Recent Risk Management course highlighted risks of</i>	Construction managers, Principal design leads! Whole structure to be put in place to ensure quality of		

<i>building projects</i>	build and that it is built to the correct specification		
<i>JC - We need to source what is the best possible provision &amp; practice locally, nationally &amp; internationally</i>	Need to strengthen TBoD so there is time to be dedicated to project. Scotland has very different provision.		
<i>SB - How does the Waverly project sit alongside this application?</i>	Both projects are linked to Objective 4 of Nexus Strategic Plan. If Waverly bid successful then White Woods MAT is accountable. Nexus is a partner. Currently not clear on what the LA envisage – project is a smaller scale for Nexus. Will the school will start small & develop as the houses are built? Housing developers will be building the school. There will be more capacity within the Executive Leadership Team across Nexus from September once the four permanent HTs are in place		
<i>AC - Must be involved from the beginning to ensure that the spec of the building is right for SEND</i>	Not sure of dates & timeline yet. Our free school would be before Waverly. Sheffield & Doncaster LAs looking at ASD provision & free schools Diagnosis of ASD increasing. The wide range of levels of ASD means that some to pupils remain in mainstream; some with part-time support; some attending full time as a special school		
<i>AC - Are there lessons to be learnt from previous applications</i>	Need to attend other presentations and visit other provisions who have gone through the process		
<i>AC - If approved – when will they expect us to open?</i>	2019 earliest but want to ensure that it is carried out correctly The more preparation work we do the easier the process will be		
<i>SB - Can we raise funds alongside the funding that the DfE will be giving us? Do we need operational manager?</i>	This is how it would work in other businesses. The Operation Manager would sit below the role of the CEO & would lead the project. Attractive project for corporate investment, collaboration & investment to sit alongside DfE investment. Good proposal /suggestion, need to look at marketing. Could the NAS be a stakeholder? Need to produce a list of top 50 prospective partners – corporate social responsibility	SB to develop a list of possible prospects	

	Company may be able to put in a project worker, secondment position Lloyds Bank? Pro-bono work by solicitors? Graduates to assist with bid writing? Capacity for graduates on work placements?		
<i>SS – Does Nexus have the central staffing capacity to be able to address the additional work?</i>	50-60% of CEO work is to supporting governance If LGBs aren't functioning well then we leave ourselves open to risk. Need to be sure that Nexus is business as usual. Schools could be under inspection & scrutinised at any time		
<i>PC - What are current commitments?</i>	HoSI appointment progressing Need to revisit the position of peripatetic teacher & funding officer Set a target of 2-5% of reserves need to keep that in place as well as address commitments		
<i>AC - What else need to be done by board with regard to the application at this point in time?</i>	Need to continue to modify the application Decision making about resourcing the provision if we are successful		

**8. ANY OTHER URGENT BUSINESS**

- 8.1 To consider any other urgent business agreed by the Chair
- 8.1.1 New Governance Model
- Ongoing consultation with regard to Chairs being also on Trust Board of Directors outcome of consultation go to May meeting for further discussion
  - Every school must depth & strength with in their LGB to be ready for Ofsted

<b>Questions &amp; Challenges</b>	<b>Response</b>	<b>Further action(s)</b>
<i>SS – LGBs – How are we going to get to the new model, what are the steps between now &amp; September?</i>	CEO to carry out consultation with the LGB Governors and staff in schools	
<i>SS - Are we really clear about what we need the LGBs to do or is there a better way to do it? Before new appointments are made to the Chair positions do we need to look at this?</i>	Recent HMI view was that she wanted to understand how a Governing Body works with the school to drive school improvement and Ofsted like to see a model of local governance that is supported and resourced. Model is not sustainable at present We need to take time to consider all options. Big step to take LGBs away, sure there would be a feeling	



	in schools of separation of Trust from schools.		
<i>AC – What time is spent by the CEO on Governance and why is that required?</i>	CEO attends meetings to support new governors. Important for 1 <sup>st</sup> 12 months of Nexus for CEO to be visible and accountable. New heads, are following new models in a new trust so support is needed for HTs & Governors. Need to support Governors as a high level and big turnover increases the risk of a weaker judgement in leadership. It is a voluntary position		
<i>JC – We shouldn’t discuss the structure until we are clear about what we want to do. Should not be just our view, what do the schools and staff want, what do parents want?</i>	All agreed, need to start looking at this in September LGBs are becoming stronger, with parents giving good strong opinions as they know what is going on in school		
<i>SB – Can there be a paid role between the LGBs &amp; TBoD that undertakes the work that is currently being done by CEO? This would also release the current Chairs to carry out the role of Director only</i>	It is something to be considered but not sure what the view of RSC/HMI/DfE would be with that role. Need to get this right so need significant time in a TBoD meeting or an additional Challenge meeting to discuss. Continue consulting & make one move in September with further changes to follow. Need time to discuss to ensure we have it right & have looked at different models. Could investigate other MATs. Changes in bitesize pieces.		
<i>PC - How do we/will we know what goes on in school? What do we need to know? Need to understand this before set the structure</i>	Headline data still being developed & established, needs to be quality not quantity. They are the questions that Ofsted will ask. Someone who is paid/contracted to answer those for Directors could undertake the role of chairing the LGB meetings?		
<b>9. CONFIDENTIALITY</b>			
9.1	To consider the confidentiality of any items discussed during the meeting		
<b>10. DATES OF NEXT MEETINGS</b>			
10.1	Future Trust Board of Directors meeting dates: <ul style="list-style-type: none"> <li>TBoD – Wednesday 17<sup>th</sup> May 2017 – 17:00-19:30 at Kimberworth Children’s Centre</li> <li>Audit &amp; Finance Committee – Wednesday 24<sup>th</sup> May 2017 – 17:00 at Hilltop School</li> </ul>		

- Challenge Group - Wednesday 14<sup>th</sup> June 2017 – 17:00-19:00 at Kelford School - Strategic Priority 5: Enhancing pathways for 19+ provision
- Standards Committee – Monday 26<sup>th</sup> June 2017 - 10:00 at Kimberworth Children’s Centre
- Audit & Finance Committee – Tuesday 4<sup>th</sup> July 2017 – 17:00 at Hilltop School
- TBoD – Wednesday 12<sup>th</sup> July 2017 – 17:00-19:30 at Kimberworth Children’s Centre
- Nexus MAT AGM – Monday 24<sup>th</sup> July 2017 – 17:30
- Challenge Group - Wednesday 16<sup>th</sup> August 2017 – 17:00-19:00 at Kelford School - Strategic Priority 1: Increasing quality of provision from all our schools

### Minutes approved

CHAIR	SIGNATURE	DATE
ANDREW CHILD		17/05/2017