



**Members AGM Meeting  
Monday 17<sup>th</sup> January 2022 at 17:30  
via MS Teams**

<b>Members in attendance</b>		
Andy Child MBE	Member/Director	AC
Angham Ahmed	Member	AA
Paul Girling	Member	PG
Catherine Hall	Member	CH
Peter Leach	Member	PL
<b>Also Present</b>		
Steve Booth	Director	SB
Warren Carratt	CEO	CEO
John Coleman	Director	JC
Ray Palmer	Director	RPa
Rachel Potts	Director	RP
Emma Sheedy	Governance Clerk	Clerk
Sue Shelley	Director	SS
<b>Apologies</b>		
Peter Castleton	Director	PC

## OUTSTANDING ACTIONS

Actions		By & Target Date

## COMPLETED ACTIONS

Actions		By & Target Date

<b>MINUTES/NOTES FROM MEETING</b>	
<b>1. WELCOME &amp; CONFIRMATION OF THE CHAIR</b>	<b>Actions</b>
<p>1.1. To propose and vote on the Chair for the meeting</p> <p>AC welcomed all to the meeting and thanked Directors for attending.</p> <p>AC invited nominations for the position of Chair <b>and AC was unanimously elected.</b></p>	
<b>2. APOLOGIES FOR ABSENCE, QUORUM &amp; VOTING PROCESS</b>	
<p>Apologies were received from Director, Peter Castleton.</p> <p>The meeting was quorate as all Members were presented.</p> <p>The voting process was agreed as all showing 'thumbs up' or a showing of hands as a vote.</p>	
<b>3. ITEMS OF URGENT BUSINESS</b>	
<p>3.1. Chair to determine any items of urgent business to be considered</p> <p>None declared.</p>	
<b>4. DECLARATION OF INTERESTS</b>	
<p>4.1. Individual Members to declare any personal, business or other governance interests on any item on the agenda</p> <p>Paul Girling declared his coaching and mentoring service, New Habits, as a business interest. This is reflected in the accounts already.</p>	
<b>5. MINUTES OF THE LAST MEMBERS MEETING</b>	
<p>5.1. The minutes and actions from the meeting held on 21<sup>st</sup> July 2021 were reviewed and agreed.</p>	
<b>6. AUDITED ACCOUNTS</b>	
<p>6.1. To receive the annual accounts for 2020/21</p> <p>The CEO provided an overview on the annual accounts for 2020/21, which is overall a positive picture and reflective of the growth of the Trust. The CEO provided context regarding the variations compared to the previous year and drew Members attention to the growth the Trust experienced throughout 2019-20 with the incorporation of four new academies (Heatherwood, Coppice, North Ridge &amp; Becton) and a further new academy (Bader) opening on 1<sup>st</sup> September 2022. This reflects some of the big jumps in terms of numbers reported in this accounting period and the proceeding one. The CEO provided an example with regards the increase in Senior Leaders employed by the Trust, when the two periods compare.</p> <p>The CEO explained the Trust financial health has improved in this period, with a cumulative surplus carry forward at the end of the year of around 10% of equity funding received. The majority of that funding sits in academy budgets and the majority is accounted for by the historical surpluses that the converter academies brought with them. In accordance with Trust Financial Policy, those surpluses remain within the individual academies. The Trust cash in reserve sits at around 2% and the policy stipulates reserves should be in the region of 2-5%.</p>	

All schools managed to move to a surplus positions in 2020-21, the majority of which was due to having guaranteed income whilst having reduced expenditure and demands due to partial closures as a consequence of COVID-19. The CEO anticipates that the majority of academies will have in-year deficits this year because of surpluses having to be spent to cover the costs of supply to keep schools open. The CEO does not expect the Trust to have any systemic funding issues, it is just a short term issue which runs over two academic years and will balance itself out for the most part. The CEO provided Members with context regarding the funding issues with Rotherham Council, which have been included as an accrual.

The Chair provided input and advised that the Auditors made no changes to the accounts, which confirms the rigour of the improved systems and oversight of the Chief Finance Officer (CFO) and her team. The Auditors only made two very minor recommendations to the Trust, which the Chair stated in comparison to other Trusts is exemplary.

SS added that the internal and external audit function have been separated out, which is part of the controls going forward.

SB added the Directors-only Pre-Meeting with the Auditors was beneficial.

RP commended the audit process and was very complimentary of the CFO and her team.

**Members received and scrutinised the annual accounts for 2020/21, which were unanimously accepted.**

## **7. GOVERNANCE REPORTS**

### 7.1. Annual Report – 2020/21

The CEO advised of the reduction of strategic objectives from seven to three, which are smarter, and provided context regarding the 2% salary uplift to non-teaching staff.

**CH commended the pen portraits of all the schools and queried Crags Community School having the highest % of home schooling** and the CEO explained the Trust did everything possible to incentivise families to send their child to school including providing lunches opposed to vouchers.

**PG asked for more information regarding the school parliamentary model** and this was provided, which will be tabled at the Trust Board of Directors w/c 24th January 2022 and will hopefully place Nexus ahead of other Trusts.

**PC queried the last page of the Annual Report – 2020/21 with regards 'mergers'** and the CEO talked through this in more detail. AC has been speaking with the Regional Schools Commissioner (RSC) with regards the future MAT landscape and the potential to consider Nexus when brokering merger conversations. The CEO anticipates a White Paper will be published this year on numeracy and literacy, which will include a clear statement of intent on structure and reform to the academy sector.

**The Chair asked about the bolder vision for ICT infrastructure** and the CEO explained the vision is to be confirmed. A Head of Digital Technologies will be joining the Trust with the remit and expectation to align our investment in ICT with a 21<sup>st</sup> century education offer. The CEO agreed to provide an update at the next meeting in July 2022.

**Members received and scrutinised the Annual Report 2020/21.**

<p>7.2. Annual Safeguarding Assurance Statement – 2020/21</p> <p>The CEO provided context and <b>Members received and scrutinised the Annual Safeguarding Assurance Statement 2020/21.</b></p> <p>Members were saddened to learn of the tragic loss of life of a pupil at Coppice School, due to an underlying health condition, which was a very challenging time for the school community to navigate. A referral was made to the Health &amp; Safety Executive (HSE), although the threshold was not met.</p> <p><b>PG stated the statement is comprehensive and readable.</b></p> <p><b>PL stated it is a very through programme of work.</b></p> <p><b>CH asked if the statement is provided to the LAs</b> and the CEO advised it is shared with the DfE and available on the Trust website.</p> <p><b>AA raised no queries.</b></p>	
<p>7.3. Strategic Business Plan 2021/22 – Update Report</p> <p><b>Members received and scrutinised the Strategic Business Plan 2021/22 – Update Report.</b></p> <p>The CEO provided an overview of the report and advised of a busy year ahead with a huge amount of activity. Bader Academy is in its 2<sup>nd</sup> year of opening. Discovery Academy opens in September 2022, although the building will be handed over in May 2022. There are lots of exciting partnerships developing locally and nationally – for example working with the DfE on the SEND green paper. The Trust’s improvement activity continues to go from strength to strength.</p> <p>A detailed discussion followed regarding the planned partial temporary closure of Hilltop School due to COVID-19. <b>CH queried the Trust’s policy regarding the absence of non-vaccinated staff</b> and the CEO advised any leave is unpaid as staff have not taken appropriate measures to avoid sick leave. However, if un-vaccinated absent staff can provide a useful function from home then this can be agreed as home working, subject to Headteacher approval.</p> <p><b>PG stated the quality of communication is very good.</b></p> <p><b>AA agreed the document is very good and asked if the Trust have considered using agency as a back-up or could teaching staff support families at home that are really struggling</b> and the CEO advised the Trust do use agency already but do not receive value for money Hilltop School need. The CEO explained about the five day fortnight, so that no family has a full week at home and children that are in need (CIN) or on a child protection plan (CPP) are prioritised. So far, no complaints have been received. <b>AA asked if early transition is an option</b> and the CEO advised not at this stage.</p> <p><b>PL stated that in his experience of transition requires a more intensive staff ratio. PL was disappointed to hear of the partial closure of Hilltop school but understood why.</b></p>	

<p><b>The Chair queried if Members receive copies of the CEO's Bulletins and the CEO advised yes. The CEO's Bulletins were highly commended by PG.</b></p>	
<p>7.4. Articles of Association</p> <p>The CEO advised of no proposed changes to the Articles of Association.</p>	
<p>7.5. Members resignations and appointments</p> <p>The CEO advised Jo Smith has resigned from the Trust Board of Directors since the last Members meeting.</p>	
<p>7.6. Trustees/Directors resignations and reappointments of Rachel Potts &amp; Ray Palmer</p> <p><b>Members unanimously approved the re-appointment of Rachel Potts &amp; Ray Palmer as Directors of the Trust Board.</b></p>	
<p><b>8. ANY OTHER URGENT BUSINESS</b></p>	
<p>8.1. To consider any other urgent business agreed by the Chair.</p> <p>8.1.1. The CEO extended thanks to Emma Sheedy for her efforts and contribution as Governance Clerk for the Trust.</p>	
<p><b>9. CONFIDENTIALITY</b></p>	
<p>9.1. There were no items deemed to be confidential.</p> <p>None.</p>	
<p><b>10. DATES OF NEXT MEETINGS</b></p>	
<ul style="list-style-type: none"> <li>• Tuesday 5<sup>th</sup> July 2022 at 17:30 – 19:00 – Nexus HQ</li> </ul>	