



Company no: 07729878

## THE BOARD OF DIRECTORS OF SHARE MULTI ACADEMY TRUST

Minutes of the meeting of the Board of Directors of SHARE Multi Academy Trust held at Shelley College at 6pm on Wednesday 28 June 2023.

### Present

Mr D Quinn (Chair), Mr J McNally, Mr R Amos, Mr A Kent, Prof J Keay - remote, Mr N Javaid - remote, Mr M Dunkley

### In Attendance

Mrs D Howard (Director of Operations)  
 Mrs N McSheffrey (Director of Operations)  
 Mrs C Potterton (Director of Finance)  
 Ms E Kilner (Minute Clerk)  
 Mrs A Eastham (PA to CEO)

| Agenda Item | Discussion and Decisions   | Action – who/by |
|-------------|--|-----------------|
| 1.          | <p><b>Apologies, Consent and Declarations of LAAPS and Interests</b></p> <p>The Chair welcomed everyone to the meeting.</p> <p>Apologies for absence were received from Mr M Day and Mrs A Kimber with consent.</p> <p>There were no declarations on interest.</p> |                 |
| 2.          | <p><b>Matters for any Other Urgent Business</b></p> <p>The following items of Other Urgent Business were noted.</p> <ul style="list-style-type: none"> <li>• Portable card machine (MPOS) Purchase.</li> </ul>   |                 |
| 3.          | <p><b>Representation</b></p> <p>There were no matters of representation for discussion.</p>  |                 |

| Agenda Item | Discussion and Decisions  | Action – who/by |
|-------------|---|-----------------|
| 4.          | <p><b>Minutes of the Previous Meeting held on 11 May 2023 and Any Matters Arising from the Minutes</b></p> <p><b>RESOLVED:</b> That the minutes of the meeting held on 11 May 2023 be approved and can be signed by the Chair as a correct record of the meeting.</p> <p>There were no matters arising.</p>   |                 |
| 5.          | <p><b>CEO Report to Directors</b></p> <p>The Chief Executive's Report June 2023 was circulated before the meeting.</p> <p>The CEO updated the meeting.</p> <p>(a) <u>Trust Leadership and Improvement Team</u></p> <p>Appendix A – SHARE MAT Executive Leadership Structure September 2023 had been circulated before the meeting.</p> <p><b>Q. Have the roles for School Improvement been absorbed in the structure?</b></p> <p>A. The Executive Head Teachers and their teams will pick up school improvement.</p> <p>(b) <u>Trust Strategic Plan and 2023-24 objectives</u></p> <p>An update was provided on the Summary of the 2023-24 objectives for the Trust, including the significant objectives for each strategy strand. Theory of Change (ToC) plans and more detailed draft improvement plans for each 'problem' identified in the ToC are available to view in the director's shared area.</p> <p>Objectives do pick up from the previous year. Good progress has been made but objectives for 2023-24 will be more specific and measurable. The improvement plans are now more detailed, to support more thoughtful planning and check our delivery capacity.</p> <p><b>Q. Under Positive Communities, should we go further on understanding of other faiths and cultures?</b></p> <p>A. Yes, this was highlighted in two Ofsted inspections as an area to improve. More details will be provided in the Improvement Plan when it is completed.</p> <p><b>Q. Could 'Outcomes' be added to the summary format in the CEO report.</b></p> <p>A. Yes, we can do that for the next review. The detailed improvement plans do include outcomes.</p> |                 |

| Agenda Item | Discussion and Decisions   | Action – who/by   |
|-------------|--|-------------------|
|             | <p><b>Q. In the ToC documents, we list performance measures but these are not specific. Will measures be included?</b></p> <p>A. The specific performance measures will be included in the detailed improvement plans.</p> <p><b>Q. Will we have numbers and targets in the 5 Year Plan?</b></p> <p>A. The detailed improvement plans are for the next 12 months. The 5 Year plan gives broad aims and overarching strategy but I am not sure how meaningful specific numbers would be for 2027.</p> <p>It was noted that the plan is currently a draft and more detail will be available in the autumn for review.</p> <p><b>ACTION:</b> An example detailed improvement plan to be circulated to all.</p> <p><b>RESOLVED:</b> That the 2023-24 Draft Trust Strategic Plan and objectives be approved.</p> <p>An updated Trust Strategic Plan and 2023-24 objectives will be reviewed at the Board of Directors meeting in September 2023.</p> <p>(c) <u>MAT Quality Assurance</u></p> <p>Appendix B - Confederation of Schools Trusts (CST) draft 'Building strong trusts: assurance framework' had been circulated before the meeting.</p> <p>The document covers the DfE's quality descriptors. This document can be used as a basis for the Trust balanced scorecard.</p> <p><b>Q. Is the document still under consultation?</b></p> <p>A. Yes, it will be finalised in September 2023.</p> <p><b>RESOLVED:</b> That the CST evaluation be used as the self-evaluation form for overall trust performance in future years.</p> <p>(d) <u>Trust Governance code</u></p> <p>The CST have produced a Draft code for academy governance.</p> <p>This will be reviewed by the Governance Professional when in role.</p> <p>(e) <u>Academy Improvement Handbook and growth strategy</u></p> <p>A draft Academy Improvement Handbook is now available. The Handbook describes policies and approaches to providing a first-class education for pupils. The handbook should be useful for leaders for</p> | <p><b>CEO</b></p> |

| Agenda Item | Discussion and Decisions   | Action – who/by                     |
|-------------|--|-------------------------------------|
|             | <p>leaders of schools when they join our trust and as a reference guide for current and prospective leaders.</p> <p>A first draft growth strategy has been written. This will link with the Academy Improvement Handbook and could be used with potential new partners.</p> <p><b>ACTION:</b> Directors to contact Mrs A Eastham if they would like to view a copy of the draft growth strategy and Academy Improvement Handbook.</p> <p><b>ACTION:</b> Directors to feed back any comments from review to Mrs A Eastham.</p> <p>(f) <u>Languages Hub</u></p> <p>The online interview stage of the process is now complete and we are awaiting ministerial approval. Of the 28 schools who reached the online interview stage, it is expected that 15 schools will get approval.</p> <p><b>Q. Dow we know of any other schools at the same stage in our area?</b><br/>A. None that we know of.</p> <p>(g) <u>Primary performance</u></p> <p>There are still concerns about performance and standards at Heaton Avenue and Luck Lane. A robust approach is being taken. Restructures are in progress.</p> <p>(h) <u>Pupil Premium review</u></p> <p>The Audit and Risk Assurance Committee selected Pupil Premium as an area for internal audit in 2023-24. The audit will consist of a financial audit and an impact review.</p> <p>Booking of an external expert to undertake the impact review has been provisionally made.</p> <p><b>RESOLVED:</b> That the booking of an external expert for the Pupil Premium impact review be approved.</p> <p>(i) <u>Safeguarding</u></p> <p>Appendix C – Trust Board Safeguarding Update June 2023 had been circulated before the meeting.</p> <p>Mr R Amos updated the meeting.</p> | <p><b>CEO</b></p> <p><b>All</b></p> |

| Agenda Item | Discussion and Decisions  | Action – who/by   |
|-------------|---|-------------------|
|             | <p>It was noted that Katie Bland has taken on the Trust Lead for Safeguarding role from Emily Devane.</p> <p>The second meeting of the Safeguarding Lead Governors has taken place. A checklist will be put in place to give consistency to lead governor visits to schools. Lead governors will be expected to visit schools at least twice in the academic year. The checklist will be completed and loaded on to a central portal to allow the Director with lead responsibility for Safeguarding to provide assurance that safeguarding procedures are in place consistently across the Trust.</p> <p><b>Q. Will the Safeguarding Strategy be presented to the Board?</b><br/>A. Yes, this will be at the next Board meeting.</p> <p><b>ACTION:</b> The Trust Safeguarding Strategy to be circulated to Directors for review and ratification at the next meeting.</p> <p>(j) <u>Finance</u></p> <p>Mrs C Potterton updated the meeting.</p> <p>The following documents had been circulated before the meeting.</p> <ul style="list-style-type: none"> <li>- Appendix D – Budget Plan 2023-24 Draft for Trust Board 28.06.23 – Tabs 1 &amp; 2</li> <li>- Appendix D – Budget Plan 2023-24 Draft for Trust Board 28.06.23 – KPI's</li> </ul> <p>The Audit and Risk Assurance Committee held on 5 June 2023 reviewed the budget in detail and recommended the Budget Plan 2023-24 to the Board of Directors for approval. It was noted that we expect to make further improvements to the plan before September 2023 and work is ongoing to reduce the deficit.</p> <p>Significant areas of the Budget Plan 2023-24 were summarised.</p> <ul style="list-style-type: none"> <li>• 2023-24 Funding Allocations reflect an increase of 2.68% vs inflation of 10.2% in March 2023.</li> <li>• Trust consolidated Draft Revenue Budget Plan – in year deficit of £0.4m due to including 6.5% for teacher pay awards assuming no additional funding.</li> <li>• Budget reserves. of £7.7m, 22% of total revenue income. Capital projects totalling £2.3m would decrease reserves from £7.7m to £5.4m.</li> <li>• Budget assumptions. Teacher pay award assumed at 6.5% unfunded.</li> <li>• Central Service Charge 2023-24 (Top slice) – ranging from 3% for small Primary Academies to 7% for Secondary Academies.</li> <li>• Looking beyond 2023-24 – 3-year view.</li> <li>• KPI's</li> </ul> | <p><b>CEO</b></p> |

| Agenda Item | Discussion and Decisions  | Action – who/by |
|-------------|---|-----------------|
|             | <ul style="list-style-type: none"> <li>We may have additional costs in the Trust of up to £100k for the catering provision. Deficits are in secondary schools in the main. We do have a quality catering provision in the Trust. Meetings are ongoing with the caterers and it is a challenge to get the right provision at the right cost. We follow the LA charging for Free School Meals, this should be used as a benchmark but we could consider changes in costs.</li> </ul> <p><b>Q. Given that reserves are 22% of total revenue income vs a target of 8%, should we be investing more in children?</b></p> <p>A. We need to review the reserves policy to ensure we have the right balance between spending on children and sufficient reserves for risks.</p> <p><b>Q. Reserves of 22% looks very cautious?</b></p> <p>A. We do have some capital projects which have been delayed, for example the 3G pitch at Shelley College at a cost of £700k. Pay rises are also a key risk.</p> <p><b>Q. Do we have benchmarks for reserves?</b></p> <p>A. We do but they are not very helpful as they are not always directly comparable.</p> <p>Redacted content ....</p> <p><b>Q. There are some very different KPI values for different schools?</b></p> <p>A. Different schools are not always directly comparable when we look at the detail. There are differences in provision including Alternative Provision, Specialist provision and 6<sup>th</sup> Form. This does impact KPI values. We have done some benchmarking of Curriculum budgets in our schools which Head Teachers have found very interesting.</p> <p><b>RESOLVED:</b> That the draft Budget 2023-24 be approved.</p> <p>(k) <u>Operations</u></p> <p>Mrs D Howard updated the meeting.</p> <p><b>i) Premises</b></p> <p>Appendix E – School Condition Allocation (SCA) Spend Plan and Condition Survey Summary had been circulated before the meeting.</p> <ul style="list-style-type: none"> <li>The Trust received a SCA grant of £583.6k which was in line with expectation.</li> <li>Proposed spend for 2023-24 of £560.5k was summarised.</li> </ul> <p><b>Q. Is all the work Priority 3?</b></p> |                 |

| Agenda Item | Discussion and Decisions   | Action – who/by |
|-------------|--|-----------------|
|             | <p>A. Yes. The Priority 1 and 2 work has all been completed.</p> <p><b>RESOLVED:</b> That the proposed School Condition Allocation spend for 2023-24 be approved.</p> <p><b>ii) MIS</b></p> <p>A review of Management Information System software is currently underway. We do not yet have the outcomes of the review or a proposal.</p> <p><b>Q. System changes can be very painful?</b></p> <p>A. If we do change, we will look for a provider who provides a lot of support through transition.</p> <p>(l) <u>Governance</u></p> <p>Mrs A Eastham updated the meeting.</p> <p>Governance recruitment and retention was summarised including vacancies. Significant vacancies were noted.</p> <ul style="list-style-type: none"> <li>• We have two Member vacancies.</li> <li>• Directors were reminded that Woodside Green no longer has a governing body and that they are directly responsible for its governance.</li> <li>• All schools have been re-registered with Governors for Schools and we have already had an expression of interest for Shelley College.</li> </ul> <p><b>Q. What are Director vacancies and end dates for Terms of Office?</b></p> <p>A. We do still have the required number of Directors in place for the Scheme of Delegation requirements but there is capacity to increase the number of Directors. Future succession planning is required and the Governance Professional will consider this.</p> <p><b>Q. How do we recruit Directors?</b></p> <p>A. We have used Academy Ambassadors in the past but this no longer exists. The Governance Professional will focus on Director Recruitment and Training.</p> <p>Appendix F – Draft Trust Board Diversity Data Monitoring had been circulated before the meeting.</p> |                 |

| Agenda Item | Discussion and Decisions   | Action – who/by   |
|-------------|--|---|
|             | <p><b>Q. What would happen to the data when collected and do we do this for Local Governing Bodies?</b></p> <p>A. We would need to agree controls on the data and how it would be used.</p> <p>It was noted that the Mr N Javaid is the Director responsible for Equality.</p> <p><b>ACTION:</b> The Diversity an Equality policy needs to be reviewed. We should consider collecting the Diversity Data for a wider pool including Directors, LGB Governors and the Senior Leadership Team.</p> <p><b>ACTION:</b> The creation of a Diversity and Equality Committee to be considered.</p>  | <p><b>Mrs N McSheffrey</b></p> <p><b>Mrs N McSheffrey</b></p> |
| 6.          | <p><b>Budget Approval including capital expenditure plans</b></p> <p>Budget approval was covered under the CEO Report to Directors.</p>  |   |
| 7.          | <p><b>Whitcliffe Mount 3G pitch proposal</b></p> <p>Mr R Amos declared an interest in this item as the ex-chair of Whitcliffe Mount governors. Mr R Amos will not take part in the discussion or approval to proceed.</p> <p>Mrs D Howard updated the meeting.</p> <ul style="list-style-type: none"> <li>• Whitcliffe Mount have plans for a 3G pitch at school.</li> <li>• The purpose of this discussion is to agree in principle to progress the project to the next stage,</li> <li>• The estimated cost of the 3G pitch is up to £0.5m.</li> <li>• Mrs N McSheffrey will lead on the management of the project, if approved to progress.</li> <li>• The school is party to a PFI contract and its facilities are manged by an external company, but the proposed pitch is outside the 'red line' so there are no issues with progressing the project. This has been confirmed in meeting minutes.</li> </ul> <p><b>Q. Is the 3G pitch on an existing facility?</b></p> <p>A. Yes, it is a new facility on an existing pitch.</p> <p><b>RESOLVED:</b> That the 3G Pitch at Whitcliffe Mount is approved in principle to progress at an estimated cost of up to £0.5m.</p> |   |
| 8.          | <p><b>Update and reports from NE Directors</b></p> <p>The reports below were noted.</p>  |   |



| Agenda Item | Discussion and Decisions   | Action – who/by |
|-------------|--|-----------------|
|             | <ul style="list-style-type: none"> <li>• Mr A Kent has completed a Health and Safety review on 21 March 2023. The Report to the Board – Health and Safety – 23.03.23 was circulated before the meeting.</li> <li>• Prof J Keay and Mr M Dunkley attended the Calderdale &amp; Kirklees Teaching School Hub Governing Body meeting on Monday 12 June 2023. The meeting was very positive. There will be a follow up meeting with the CEO and Ms L Sykes to discuss Teaching School Hub budgets.</li> </ul>  |                 |
| 9.          | <p><b>Audit and Risk Assurance Committee update</b></p> <p>Mr M Dunkley updated the meeting on the Audit and Risk Assurance Committee held on 5 June 2023.</p> <ul style="list-style-type: none"> <li>• New Auditors have now been appointed. The Members have ratified the appointment of the Auditors.</li> <li>• The 2023-24 Budget was reviewed in detail and recommended to the Board for approval.</li> <li>• Pupil Premium was agreed as an area for Internal Audit in 2023-24. This will include Pupil premium Finance and Pupil Premium Effectiveness.</li> <li>• Thanks were noted to Mrs D Howard and Mrs C Potterton for all their work for the Audit and Risk Assurance Committee.</li> <li>• Mrs M Campbell will be resigning from the Audit and Risk Assurance Committee.</li> <li>• Budgeting has been agreed as an additional area of Internal Audit review for the current financial year.</li> <li>• The current Scheme of Delegation requires 3 quotes for all goods and services purchased over £5000. It is increasingly difficult to source 3 quotes for ICT and premises project and maintenance work. The proposal to be taken to the Trust Board for approval was to increase the £5000 limit to £15000.</li> </ul> <p><b>Q. When was the limit of £5000 set?</b><br/>A. This was set two to three years ago. There is a risk that when we cannot get quotes, work cannot be progressed and the cost of work can increase during the period of delay.</p> <p><b>Q. Could we do an Internal Audit review on Procurement?</b><br/>A. An Internal Audit review of Procurement was done recently.</p> <p><b>Q. Do we have a check in place on related party transactions?</b><br/>A. These checks are all in place in the procurement process. No purchases can be made without a Purchase Order.</p> <p><b>RESOLVED:</b> That the Scheme of Delegation be revised to require 3 quotes for ICT and premises project and maintenance work over £15000 (increased from £5000).</p> |                 |

| Agenda Item | Discussion and Decisions  | Action – who/by      |
|-------------|---|----------------------|
| 10.         | <p><b>Feedback from Governors Budget Briefing</b></p> <p>The Chair updated the meeting.</p> <ul style="list-style-type: none"> <li>• This was a very good session.</li> <li>• There was some disappointment with attendance on the day which was significantly below the number of acceptances.</li> <li>• There was representation from most schools with just a few gaps.</li> <li>• We have not yet had any feedback. We will do a post event survey next time for feedback.</li> </ul>  |                      |
| 11.         | <p><b>SHARE MAT Directors' Meeting Schedule 2023 24</b></p> <p>The SHARE MAT Meeting Schedule 2023/24 had been circulated before the meeting.</p> <p><b>ACTION:</b> Mrs A Eastham to ask for feedback by email on preferred meeting start times.</p>  | <b>Mrs A Eastham</b> |
| 12.         | <p><b>Correspondence:</b></p> <p>There was no correspondence for discussion.</p>  |                      |
| 13.         | <p><b>Any Other Business</b></p> <p>(a) <u>Portable card machine (MPOS) Purchase</u></p> <p>A note covering Portable card machines (MPOS) Purchase was circulated before the meeting. This included a copy of the requested bank Board Resolution of SHARE Multi Academy Trust that must be signed by a Director on behalf of the Board of Directors.</p> <p>Mrs C Potterton updated the meeting.</p> <ul style="list-style-type: none"> <li>• The portable card machine is needed for donations and fundraising.</li> <li>• This is being purchased via Lloyds Bank.</li> <li>• The bank's Resolution must be signed by a Trust Director on behalf of the Board of Directors.</li> </ul> <p><b>Q. What is the charge on transactions?</b><br/>A. There is a small charge of 1.75%.</p> <p><b>Q. What would happen if the errors were made in charging?</b><br/>A. We will find out the process for rectification of errors via the bank and we can add this to Risk Reporting.</p> <p><b>ACTION:</b> Errors in MPOS charging to be added to the Risk Register.</p> |                      |

| Agenda Item | Discussion and Decisions   | Action – who/by |
|-------------|--|-----------------|
|             | <p><b>RESOLVED:</b> That the Chair of the Board of Directors is approved to sign the Board Resolution of SHARE Multi Academy Trust on behalf of the Board of Directors.</p> <p>(b) <u>Thanks</u></p> <p>The Chair thanked Mrs D Howard and Mrs C Potterton for all their work for the Trust and wished them well for the future.</p> |                 |
| 14.         | <p><b>Confidentiality</b></p> <p><b>RESOLVED:</b> That part of minute 5(j) above be excluded from the copy to be made available at the Trust, in accordance with the Freedom of Information Act.</p>   |                 |

The Chair closed the meeting at 8.05pm.



\_\_\_\_\_

\_\_\_\_\_ Chair

\_\_\_\_\_ 11.10.23 \_\_\_\_\_

\_\_\_\_\_ Date