

SCHOOL COPY**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 8:00am at Shelley College on Tuesday 8th November ~~June~~ 2016.****PRESENT**

Mr N Wilson (Chair), Mrs A A Cooper, Mr M Day, Ms M Lee, Mr J McNally, Mr V White

In Attendance

Mrs H Tones, (Minute Clerk)

Ms Su Aaron-Abel, Headteacher, Millbridge J,I &N School

Ms M Best, Headteacher Cowersley Primary School

Mr R Iredale, Vice Chair, Cowersley Primary School

Mrs C Potterton, Director of Finance, SHARE Multi Academy Trust

Mr B South, Director of Operations, SHARE Multi Academy Trust

Mr D Wadsworth, Associate Principal, Shelley College

Meeting commenced at 8:15am.

105. APOLOGIES FOR ABSENCE, DELEGATION OF VOTING RIGHTS, LAAPS AND BUSINESS INTERESTS

- (a) Apologies received from Mr H Bhajra, Mr T Kitching, Mrs N Pritchard, Mr S Washington and Mr N Siraj. (Consent given)
- (b) Mr H Bhajra had delegated his voting rights to Mr M Day. Mr N Siraj had delegated his voting rights to Mr N Wilson.
- (c) No one was declared as a LAAP.
- (d) The Chair registered that he was a supplier of stationery products to Shelley College.
- (e) Two directors, Mr J McNally and Ms M Lee registered that they were employed by SHARE MAT.

106. APPOINTMENT OF CHAIR

The Minute Clerk chaired this item. It was agreed that nominations would be accepted from anyone not present and that voting would be by a simple show of hands. The Minute Clerk invited nominations for Chair. Mr V White proposed Mr N Wilson, Mrs A A Cooper seconded.

RESOLVED: That Mr N Wilson be appointed Chair (Unanimous)

Mr N Wilson then chaired the rest of the meeting.

107. APPOINTMENT OF VICE CHAIR

The Chair invited nominations for Vice Chair. Mrs A A Cooper nominated Mr V White, Mr M Day seconded.

RESOLVED: That Mr V White be appointed Vice Chair (Unanimous)

108. BUSINESS OF MEETING

The order of business was agreed as that of the agenda previously communicated to attendees.

Items for Any Other Business

- (a) Supply Teacher Insurance claims
- (b) Shelley College restructure

109. MINUTES OF THE PREVIOUS MEETING HELD ON 30TH JUNE 2016

RESOLVED: That the minutes of the Directors' meeting held on 30th June 2016 be approved subject to the following amendment:

**Minute 86 to read 'Ms Lee' and not 'Ms Lees'
(Unanimous)**

110. MATTERS ARISING FROM THE PREVIOUS MINUTES

- (a) Minute 89 (b) Scheme of Delegation page 37

The CEO reported that Ms S Strafford had been invited to become a Member but had not yet responded. Mr M Dunkley had also been invited to be a Member and was seeking advice on this matter.

111. GOVERNOR APPOINTMENTS

- (a) Request for approval to appoint a Trust Governor

Shelley College Governing Body requested that Mrs P Gillespie be re-appointed as a Shelley College Trust Governor.

RESOLVED: That Mrs P Gillespie be re-appointed as a Shelley College Trust Governor for 4 years. (Unanimous)

It was noted that Mr N Siraj's end of term as a Parent Governor was 4th December 2016. Mr Siraj was a Member of SHARE MAT and was to remain as a Member.

- (b) Appointments

RESOLVED: That Mr T Kitching be appointed as a SHARE MAT Director effective 8th November 2016.(Unanimous)

It was noted that Mr H Bhajra, required appointment as a Member at the Annual General meeting on 6th December 2016.

ACTION ITEM: Minute Clerk to add to Member appointment approval of Mr H Bhajra to the SHARE MAT AGM agenda.



112. STRATEGIC PLAN UPDATE FOR SHARE MAT FOR 2016-17

The CEO referred to the MAT development plan that had been circulated prior to the meeting. Hard copies were available in the meeting. Highlights included:

- (a) Raising quality of teaching, learning and assessment to good across the trust
- (b) Systems of working much stronger with common threads starting to be much clearer. A directory of best practise was to be put in place.
- (c) Common robust quality assurance systems in place across the MAT to improve consistency and performance. Director of Primary to lead more in-depth reviews was in plan.

No questions were asked.

The CEO advised that another new school was to be built in the Cleckheaton area. SHARE MAT could potentially get full funding if the trust did this directly through a Free School bid. Discussions have been held with Kirklees Council. The SHARE MAT Board confirmed that they were happy for the CEO and Director of Primary to continue progressing.

The CEO advised that a secondary school had shown interest in joining the MAT and at this stage they were developing a relationship.

113. UPDATE ON DIRECTORS WORKING PARTY

The Directors Working party report was circulated in meeting. The report had identified skills and experience needed based on responses from most Directors. It had been identified that the recruitment process, job descriptions and consistency was needed across the MAT. Areas identified where bolstering of the current Board skills were:

- a. Governance
 - i. Experience of operating within charity/ not for profit organisation
- b. Finance
 - i. Bidding & securing grants
- c. Knowing school and community
 - i. Links with local businesses
 - ii. Working or volunteering with young people (e.g. teaching/social work/youth work/sports coaching/health services for young people)
 - iii. Understanding of special educational needs
- d. Sales and Marketing
 - i. Experience or training in Sales
 - ii. Experience or training in Marketing/ PR
- e. HR
 - i. HR and Legal expertise

ACTION: (i) Mr M Day and Mr V White to develop a Governor job description.
(ii) Minute Clerk to re-send questionnaire to Mrs A A Cooper.



114. SCHOOL PERFORMANCE REVIEW

School Performance reports had been included in the CEO's report that had been circulated prior to the meeting.

(a) Heaton Avenue Primary School

Ms M Lee spoke to her report that had been circulated prior to the meeting. Summer exam results were disappointing and school had missed floor target, with boys' performance of particular concern. Test results were not good though classroom work by pupils was okay. Focus was to be on maths, reading and boys in different year groups.

(b) Millbridge Junior, Infant and Nursery School

Ms S Aaron-Abel spoke to her report that had been circulated prior to the meeting. School's results were under national average for attainment in all areas. However progress compared to local schools was good. Focus was on moderation of pupil work and improving teacher skills. More accurate predictions were stronger due to new systems now in place which were evidence based. It was reported that in KS1, one member of staff had left and one had weaknesses. The Assistant Head was working to support the member of staff concerned. *Early Years performance was improving.*

(c) Cowersley Primary School

Ms M Best spoke to her report that had been circulated prior to the meeting. Results had been poor and reading is a primary focus for improvement. Historic inaccurate assessment and high staff turnover had been contributory factors. Ms M Best, who took up her role in September, was identifying areas for school to work on by looking at data. There was a lot of work to do. Good news was that all teaching posts were now filled.

(d) Shelley College

The CEO spoke to the report that had been circulated prior to the meeting. Progress 8 was +0.18, one of highest results in Kirklees and Yorkshire. The school has identified SEN and low prior attainment pupils as ones to focus on. The Peer Review by Rob Jones was reported as outstanding in some areas, which was higher than school's own SEF assessment.

Reading is a focus area for improvement.

Ms M Lee highlighted a report on regional disparities particularly Yorkshire and Humber, where reading performance was the lowest in England.

The Chair gave his support to the Headteachers as he recognised the hard work being done to address the issues schools had reported.

The Chair thanked the Headteachers for their reports.

115. REVIEW IMPROVEMENT PRIORITIES FOR SHARE MAT MEMBER SCHOOLS

This item had been covered under Minutes 112 and 114.



116. FINANCE UPDATE

The Financial report had been circulated prior. Mrs C Potterton spoke to her report. She reported that pre-audit, the total consolidated budget variance was £410k. There was a £1.28m budgeted carry forward with a cumulative contingency carry forward of 10.5%.

Q: Were there any rules or limits on carry forward?

A: No. Shelley College have large carry forward due to anticipated future deficits.

All 4 schools were now using the same accounting system that had assisted in this year's audit. The auditors had been in and were now consolidating their findings. The Annual General meeting was being held on 6th December 2016 at 8:30am. The Audit Committee was meeting on 1st December to review the accounts.

The spending Review summary for 2016-17 showed a current £22k budgeted in year surplus. However in Period 2 Shelley College was showing a predicted £30.7k negative variance due to deferred capital. The top sliced central costs budget is currently a deficit budget due to increase of central staff costs and investment in a new integrated HR and Payroll system.

Mrs C Potterton informed Directors that with prior approval by Mrs C Potterton, the auditors had taken some of the systems SHARE MAT have implemented to use in other Trusts.

Finance Development Plan Objectives for 2016-17 for the Autumn term included:

- (a) Completion of 2015-16 Annual Accounts and Financial statements for presentation at the AGM on 6th December.
- (b) Submission of Annual accounts to EFA and Companies House by 31st December 2016.
- (c) Completion of 2015-16 Accounts return to EFA by 31st January 2017.
- (d) Review of the Business Manager role across the Trust.
- (e) Internal audits rolled out to Heaton Avenue, Millbridge and Cowersley.
- (f) Introduction of procurement policy and best values reviews across the Trust.

The Chair thanked Mrs C Potterton for her report.

117. 3 YEAR FINANCIAL FORECAST (CONFIDENTIAL)

This item was not covered.

118. OPERATIONS PLAN AND HR UPDATE

(a) Operations

Mr B South gave a verbal report on Operations that had also been included in the CEO's Report circulated prior. Highlights included:

- i. Chartwells had been appointed as the new catering contract provider for Shelley College. Mr B South thanked governors who had been involved on



- ii. the selection process. The CEO advised that the quality of food provided had improved. Parent consultation on the daily spend limit on food was being undertaken as the limit had not changed for some considerable time.
- iii. Cleaning contract consultation was due to start week commencing 14th November 2016.
- iv. MUGA - the Floodlighting planning decision was awaited.
- v. Millbridge - 2 new offices had been completed. Ms S Aaron-Abel reported that she was pleased with the work done.
- vi. Heaton Avenue – Wifi had been ordered. Mr B South thanked Mr Tom Kitching for his assistance on this.
- vii. Cowersley - aesthetics was being addressed. The CIF focus was to improve fabric of building.
- viii. Mr B South was meeting with Headteachers and Assistant Principal to discuss their Capital requirements.
- ix. Trust telephone systems - Kirklees was dropping provision with Featurenet.
- x. Energy provision was being reviewed.
- xi. Mr B South was reviewing policies and would bring to the Board for further discussion/ approval.

(b) HR

Mr B South spoke to the HR report that had been circulated prior.

- i. Shelley College had attained Silver Award for Investors in people against the new sixth generation standards. Reward and Recognition of staff was a focus area by the assessors.
- ii. New HR software, SILEMA was due to go live in December.
- iii. HR Payroll Audit completed and reported as satisfactory.
- iv. Pay Progression completed and implemented with exception of one school.

Q: Was there any Performance Management in the new software?

A: Some but schools also purchase Standards Tracker for performance management.

The Chair thanked Mr South for his reports.

119. UPDATE ON CEO PERFORMANCE APPRAISAL REVIEW

A minimum of two Directors, one from Shelley College and one from Heaton Avenue were required to undertake the annual CEO's performance review.

RESOLVED: That Mr N Wilson and Mr M Day undertake the CEO performance review prior to the end of the current term. (Unanimous)

ACTION: Mr M Day to provide availability dates to Mrs Newson up to the end of the current term.

120. REMUNERATION COMMITTEE

No longer a standing item.



121. POLICY APPROVALS

None requested.

Mr B South advised that a new complaints policy relating to CEO, Chair and Directors was in a draft form and would be circulated for input before being brought to the Board for approval.

122. ANY OTHER URGENT BUSINESS**(a) Staff Absence Insurance**

It had just been identified that not all staff absence insurance had possibly been claimed for Millbridge and Heaton Avenue. Mrs Newson was undertaking further checks with schools on this matter.

Q: What was the timeline one can claim staff absence insurance for?

A: The MAT had managed to claim from September onwards. This had not affected the finances reported today.

Q: Was there now a clear claims checking process in place?

A: Yes. Mrs Newson was tasked to undertake checks that absence claims had been submitted

(b) Shelley College Middle Leaders

The CEO was keen to retain key members of Shelley College's Middle Leadership team. It was proposed to put 3 key middle leaders, possibly 4, on the Leadership Scale. The total cost could be around £20k in the longer term. The middle leaders all had whole school responsibilities.

The next stage was to consult and then review with Shelley College Governors subject to Board agreement.

Q: What is the cost to advertise for a new member of Middle Leadership team?

A: £1.3k per person

RESOLVED: That the CEO proceed with the Shelley College Middle Leadership proposal (Unanimous)

(c) Terms of Office

The Minute Clerk requested clarification on regarding term of Governor office in the Scheme of Delegation.

RESOLVED: That the new Scheme of Delegation regarding length of Governor term of office was only applicable to new Governor appointments from 1st September 2016. (Unanimous)



(d) NGA Governor Code of Conduct

A copy of the NGA Governor Code of Conduct had been circulated prior to the meeting.

RESOLVED: That **SHARE MAT** adopt the **NGA Model Governor Code of Conduct for all schools in the MAT. (Unanimous)**

123. CORRESPONDENCE

None reported.

124. DATE OF FUTURE MEETINGS AND POSSIBLE AGENDA ITEMS

RESOLVED: That the next meeting of the Board of Directors be held at 6pm (start) at Cowersley Primary School on Tuesday 14th March 2017.

Agenda Items to include:

Other meetings to be held:

- SHARE AGM on Tuesday 6th December at 8:30am at Shelley College
Note: Members were required to attend and an invite was extended to Governors.
- Tuesday 6th July 2-17 at 8:00am

Agenda Items to include:

TBA

Ms Su Aaron-Abel, Ms M Best, Mr R Iredale, Mrs C Potterton, Mr B South and Mr D Wadsworth left the meeting.

125. ADDITIONAL ANY OTHER BUSINESS

(a) Safeguarding

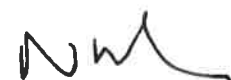
It had been identified that the trust required a named director responsible for Safeguarding.

RESOLVED: That Mr N Wilson be the named Director responsible for Safeguarding.

(b) DBS checks

The CEO advised that all schools were required to undertake Disclosure Barring Service checks, including on-site contractors and that these were to be recorded on file. This matter was in hand.

ACTION: Minute Clerk to provide her DBS form to Mrs Newson.



126. AGENDA, MINUTES AND RELATED PAPERS – SCHOOL COPY

- RESOLVED:** That the following minutes and associated papers of the agenda be excluded from the copy to be made available at the School, in accordance with the Freedom of Information Act.
- Finance Report detail

Meeting closed at 9.45am.

NWILSON

Name



Signature

14th March 2017

Date

