

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 Cowlersley Primary School on Tuesday 14th March 2017.**PRESENT

Mr N Wilson (Chair), Mr T Kitching, 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 Cowlersley Primary School

Mr R Iredale, Vice Chair, Cowlersley Primary School

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

Mrs N Pritchard, Chair of Governors, Millbridge

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

Mr D Wadsworth, Associate Principal, Shelley College

Meeting commenced at 6:05pm.

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

- (a) Apologies received from Directors - Mrs A A Cooper, Mr M Day and Ms M Lee. (Consent given). Apologies also received from Mr S Washington.
- (b) Mrs A A Cooper and Mr M Day had delegated their 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.
- (c) Two directors, Mr J McNally and Ms M Lee registered that they were employed by SHARE MAT.

128. BUSINESS OF MEETING

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

Items for Any Other Business

- (a) Letter from Audit & Risk Committee Chair. It was agreed to take this item under Finance report.

129. MINUTES OF THE PREVIOUS MEETING HELD ON 8TH NOVEMBER 2016

RESOLVED: That the minutes of the Directors' meeting held on 8th November 2016 be approved.
(Unanimous)



130. MATTERS ARISING FROM THE PREVIOUS MINUTES

(a) Staff Absence (minute 122 (a) refers)

Mrs C Potterton had discussed with the insurers claims made regarding staff absence that had not been deemed valid. Mrs C Potterton reported that she was reviewing 2017-18 Staff absence insurance requirements.

(b) Shelley College Middle Leaders restructure (minute 122 (b) refers)

The CEO reported that Shelley College's middle leaders restructure had been completed and no issues were reported.

131. GOVERNOR APPOINTMENTS

(a) Appointments

It was noted that the following appointments had been made and were reported in the Annual Accounts:

Mr H Bhajra, Member effective from 6th December 2016
Mr M Dunkley, Member effective from 6th December 2016
Mr T Kitching, Director effective from 8th November 2016

Mrs N Pritchard joined the meeting.

132. CEO REPORT TO DIRECTORS

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

- (a) Anthony Briggs, DfE advisor for School Commissioner's had visited Shelley College and Cowlersley Primary School. He had raised some questions regarding governance. Feedback on areas of strength and improvement had been given. The CEO advised that currently there were 2 non-staff governors at Millbridge and 5 governors at Cowlersley.
- (b) Standards, Performance and Improvement Plans
 - a. Learning Walks had been undertaken
 - b. Standards had risen since early Autumn.
 - c. Likely Ofsted judgements:
 - i. Cowlersley - Requires Improvement
 - ii. Heaton Avenue - Requires Improvement
 - iii. Millbridge - Requires Improvement
 - iv. Shelley College - Good
- (c) Millbridge had done the new curriculum tests. Ms S Aaron-Abel reported that reading test results were better than last year and maths had improved. External moderation show predictions are accurate.
- (d) Cowlersley had serious issues with data and assessment. Assessment cycles were now in place. Improvements were achievable but still below national attainment standards. Tracking system, RM Integris is now being used.



Q: Is lack of accurate historical data the reason for the issues with data and assessments at Cowlersley?

A: Yes.

Q: Was this due to system or user recording issues?

A: User recording and the leadership of systems.

Currently more than one tracking system was being used across the trust. The CEO suggested the tracking systems should be reviewed as to what the best overall system for the trust is for the longer term. The CEO offered training on tracking system reports to directors. A single format was shared with directors and will be used in future.

- (e) Shelley College - Mr D Wadsworth reported it was anticipated that 20% fewer pupils would achieve a grade 5 or higher in the GCSEs in English & Maths, compared to those gaining a grade C or above.
- a. Focus was on less able, SEN and disadvantaged students
 - b. In a recent trial maths exam Shelley performed 20% better than national test results. It was noted that 9 students attend alternative provision that impact results.

(f) Development Plan

The CEO spoke to the MAT Development plan that had been circulated prior. Highlights included:

- a. There have been improvements in Teaching and Learning since September.
- b. Ms R Hesmondhalgh will add the National Teaching School to her responsibilities until end of August in the first instance as Elaine White, Assistant Headteacher who was leading the Teaching School Alliance, will be leaving at Easter.

133. OPERATIONS REPORT

Mr B South gave a verbal update to his report that had been circulated prior as part of the CEO's report. Highlights included:

(a) Shelley College

- a. Capital spend was being finalised for 2017-18.
- b. ICT plan which would then be the model for rest of the trust was taking place. Mr T Kitching offered to assist with the ICT plan.
- c. The three year health and safety inspection had taken place on 22nd February and Mr B South would circulate the report once available.

(b) Heaton Avenue

- a. Wifi had been installed. Mr B South thanked Mr T Kitching for his support on installation.

(c) Millbridge

- a. Since the report had been issued it had been identified that the 5 year electrical testing was not yet due



(d) Cowlersley

- a. A new security gate system was being installed.
- b. Gallagher's health & safety inspection was due in the next 6 weeks.

Mr B South reported that GRC1 risk management system software had been purchased and was being introduced across the trust. The Chair of Audit & Risk committee had attended training. Key risks were to be included on the system. Training for staff and Headteachers on GRC1 was in plan and reports from May onwards using the new system would be issued. The CEO advised that the local school Governing Bodies need to review risks as part of their meetings.

The report from the Chair of the SHARE Audit & Risk committee, dated 13th March 2017 was circulated in the meeting.

134. HR REPORT

Mr B South gave a verbal update to his report that had been circulated prior as part of the CEO's report. Highlights included:

- (a) Payroll software was now into its 4th cycle.
- (b) A Recruitment software cost review was in plan.
- (c) The Attendance, Pupil and Support Officer been appointed due to start 3rd April 2017.
- (d) Apprenticeship Levy - Mr B South and Mrs C Potterton were reviewing budgets to forward plan across the trust.

135. FINANCE REPORT

Mrs C Potterton spoke to her report that had been circulated prior and copies were available in the meeting. Highlights included:

- (a) The Internal Audit showed that that the trust had good internal controls in place and no evidence of management override was noted.
- (b) A supplier list at local level will be a permanent feature of the Audit file.
- (c) Interim Audits were being done in two parts to support workload of year end reporting.
- (d) Headline cumulative outturn figures:
 - a. £1.66 million surplus.
 - b. Outturn percentage of 2016-17 income -11%.
 - c. £53k positive variance year to date, but no catering re-charge bills have arrived.
- (e) Mrs C Potterton was standardising financial reports to all schools across the trust and was putting together an annual timetable of finance matters that schools need to address at key times.
- (f) There was a need for a trust wide procurement plan and focus how on non-staffing budgets are spent was in plan.
- (g) Mrs C Potterton was to review Pupil Premium

Q: What savings do you expect to make?

A: Not evaluated yet as need to review each school's development plan.



Mrs C Potterton reported that the budget allocations in for 2017-18 had been done but that she had not brought to the Directors for review.

ACTION: Mrs C Potterton to email Directors 2017-18 budget allocation information.

The Chair thanked Mrs C Potterton for her reports.

136. STRATEGIC PLAN UPDATE FOR SHARE MAT 2016-17

The CEO spoke to the Strategic plan that had been circulated prior. Copies were available in the meeting. The CEO had used a Balanced score card for the trust and had undertaken a SWOT analysis.

Q: Do schools get the information provided by parents to Ofsted?

A: Yes if there are over 10 submissions. Schools can use the Ofsted questionnaires for their own surveys to parents.

The CEO reported that the current visibility of SHARE MAT to parents of pupils in the trust's schools was low. Lack of Governance capacity in some schools was also a current concern.

Q: What did the CEO feel was a optimum number of schools in the trust?

A: 8, made up of 5 primary and 3 secondary schools. After this re-structuring would be required but it was important to focus on school improvement first.

Q: What are the selling points to join the trust?

A: This was referred to in more detail on page 5 of the Strategic plan.

Q: What do we want to project as a Trust?

A: To develop best practice in each school.

The CEO felt that the Scheme of Delegation, ongoing review T&L, quality assurance, and that all schools were in it together created selling points. Mrs N Pritchard reported that Millbridge Governors felt that the best interests of the school were being supported, good practice was shared across the trust and practical advice offered.

Directors discussed. It was noted that schools want to know how they can contribute. The CEO advised that a risk review is undertaken for any schools that show an interest in joining the trust.

The Strategic Objectives for the trust were:

- (a) Strengthen governance
- (b) Develop a model for best practice
- (c) Develop highly effective central support services.

The CEO requested feedback from Directors on the Strategic Plan.

The Chair thanked CEO for his report.



137. UPDATE ON DIRECTORS' WORKING PARTY

Mr V White gave a verbal report and circulated the Directors Working party report in the meeting. Highlights included:

- (a) Job descriptions for Directors and Governors been developed.
- (b) Recruitment of number of Directors required – it was highlighted that it was not clear how many directors were required as not defined.
- (c) Recommend possible use of Academy Ambassadors and identify if any skills in existing Governing Bodies as potential Directors.
- (d) Mrs J Newson was looking to see if a shared drive for information sharing can be set up.

Mr V White recommended that the trust use Academy Ambassadors but an internal process for Director recruitment was needed to support any Director recruitment as currently there was not one documented. Mr V White also advised that SGOSS could also be a source for Governor recruitment.

Mrs N Pritchard suggested contacting large financial organisations to see if they had staff who wished to be Governors or Directors.

The CEO advised the Academy Ambassadors had supplied details of 2 people who were not engaged with the trust for possible recruitment. In response to Directors the CEO advised that they were not a perfect fit to the skills gap identified.

The CEO recommended that the Scheme of Delegation documentation revert back to 'Governing Bodies' from 'Academy Councils' as the latter term was not understood.

- ACTION:**
- (i) The Chair and Mr V White to meet the 2 proposed Director candidates**
 - (ii) Mr V White to complete Job Descriptions of Directors and Governors.**
 - (iii) Mr V White to register with SGOSS**
 - (iv) The CEO to arrange that the Scheme of Delegation be updated to say 'Governing Bodies' rather than 'Academy Councils'.**

The Chair thanked Mr V White for his report.

138. SCHOOL PERFORMANCE REVIEW

School Performance reports had been included in the CEO's report that had been circulated prior to the meeting. (minute 132 refers)

139. REVIEW IMPROVEMENT PRIORITIES FOR SHARE MAT MEMBER SCHOOLS

This item had been covered the CEO's report. (minute 132 refers)

140. FINANCE UPDATE

This had been covered under Minute 135.



141. 3 YEAR FINANCIAL FORECAST (CONFIDENTIAL)

This item had been covered under the Finance Report (minute 135 refers)

142. OPERATIONS PLAN AND HR UPDATE

The item had been covered under Minutes 133 and 134.

143. UPDATE ON CEO PERFORMANCE APPRAISAL REVIEW

The Chair confirmed that the CEO's performance appraisal had been undertaken by himself and Mr M Day.

ACTION: The Chair to issue written objectives to CEO.

144. REMUNERATION COMMITTEE

A brief discussion was held on remuneration of the Chair of the trust. The current Chair felt that the Chair of the trust should be not be linked to any schools.

145. POLICY APPROVALS

Policies for approval had been circulated prior and copies were available in the meeting.

(a) SHARE MAT Complaints Policy

Mr B South gave an overview as to why have the complaints policy was to now cover Governors, Directors and Members of the trust.

(b) SHARE MAT Whistleblowing policy

No questions were asked.

RESOLVED: That the SHARE MAT Complaints Policy and SHARE MAT Whistleblowing policy be approved and adopted. (Unanimous)

Mr T Kitching felt that there was a need to have a consistent IT policy across the trust that encompasses safeguarding and linked to the Whistleblowing. Directors agreed.

ACTION: Mr B South to draft a trust wide IT policy and review initially with Headteachers, then with Mr T Kitching before bringing to Directors.

146. ANY OTHER URGENT BUSINESS

(a) Communication of agendas and minutes to Members

The Minute Clerk sought clarity regarding communication of Director meeting agendas and minutes to those who were Members only. Some Members were also



Directors. Directors agreed for those who were Members only to be copied on meeting papers issued.

147. CORRESPONDENCE

(a) Audit & Risk Committee letter

The Chair circulated copied of the letter dated 13th March received from Mrs A Poppleton, Chair of SHARE MAT Audit & Risk committee.

a. Communication of 2017-18 Budgets

ACTION: Mrs C Potterton to send 2017-18 Financial budgets to local Governing Bodies for review and then bring to the Directors meeting in June.

b. Financial academies framework

ACTION: Mrs C Potterton to circulate the Financial Academies Framework to Directors.

Q: Does the trust undertake any credit checks of staff with financial responsibilities?

A: No

ACTION: Mrs C Potterton to review credit checks of finance staff.

148. DATE OF FUTURE MEETINGS AND POSSIBLE AGENDA ITEMS

RESOLVED: That the next meeting of the Board of Directors be held at 8am at Shelley College on Thursday 6th July 2017.

Agenda Items to include:

Approval of SHARE MAT 2017-18 Budget

Other meetings to be held:

- TBA

Agenda Items to include:

TBA

149. AGENDA, MINUTES AND RELATED PAPERS – SCHOOL COPY

RESOLVED: That the copies of the associated Finance papers of the agenda be excluded from the copy to be made available at the School, in accordance with the Freedom of Information Act.

Meeting closed at 19.55

N. WILSON

Name



Signature

6th July 2017

Date