

Kirklees Directorate for Children and Adults

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 6.00pm at Heaton Avenue Academy on 24 May 2018.

Present

Ms M Guest (Chair), Mr M Day, Mr M Dunkley, Mr A Kent, Ms M Lee, Mr J McNally, Mrs N Pritchard, Mr D Wadsworth, Mr V White

In Attendance

Ms E Kilner (Minute Clerk)
Mrs J Newson, Executive PA, SHARE Multi Academy Trust

Agenda Item	Discussion and Decisions	Action – who/by
231.	<p>Apologies, consent and declarations of LAAPs and interests</p> <ul style="list-style-type: none"> • Apologies for absence were received from Ms S Aaron-Abel, Mrs C Potterton and Mr N Wilson, all with consent. • No one was declared as a LAAP. • The following declarations of interest were made <ul style="list-style-type: none"> - The wife of Mr M Dunkley works at Shelley College. - The wife of Mr J McNally has recently worked at Thornhill Academy as a consultant. This was a long standing booking prior to trust involvement. - The mother in law of Mr J McNally has been appointed at Cowlersley Primary School as an Interim Head Teacher. - Mr A Kent is a Governor Trustee at Thornhill Academy. 	
232.	<p>Election of a new Chair</p> <p>It was agreed that the election of the new chair would be made at the start of the next academic year. This item should be included on the agenda for the next Board of Directors meeting.</p>	Governor Clerking Service

Agenda Item	Discussion and Decisions	Action – who/by
	It was agreed that clarification of attendees eligible to be elected as chair should be communicated to all Directors and Members.	MG / NW
233.	<p>Matters for any other business</p> <p>The following matters are to be discussed under any other business.</p> <ul style="list-style-type: none"> • Millbridge Restructure Proposal • Meeting dates proposal • Free School update 	
234.	<p>Representation</p> <p>There were no matters of representation to be noted.</p>	
235.	<p>Business of Meeting</p> <p>The order of business was agreed as that of the agenda previously communicated to the attendees.</p>	
236.	<p>Minutes of the previous meeting held on 16 March 2018</p> <p>RESOLVED: That the minutes of the meeting held on 16 March 2018 be approved and signed as a correct record of the meeting.</p>	
237.	<p>Matters arising</p> <p>(a) <u>Trust Growth – Royds Hall Community School (minute 225(a) refers)</u> Mr J McNally updated that discussions are ongoing with the Local Authority re settlement costs but this is unlikely.</p> <p>(b) <u>Trust Growth – Thornhill Community Academy (minute 225(b) refers)</u> It was agreed that The National Funding Formula should be included on the agenda of the next meeting.</p> <p>(c) <u>Ofsted Inspection at Millbridge J I & Nursery School (minute 225(e) refers)</u> Mr J McNally updated that the complaint to Ofsted had been rejected.</p>	Governor Clerking Service
	It was agreed that the Ofsted letter would be shared with the directors.	JMcN

Agenda Item	Discussion and Decisions	Action – who/by
238.	<p>CEO’s Report to Directors</p> <p>Mr J McNally presented the SHARE MAT Chief Executive’s Report May 2018. Copies of the report were circulated.</p> <p>(a) <u>Conversion Updates</u></p> <p>The conversion process is well underway. The TUPE process is expected to be straightforward but issues are expected with the legal process of transferring PFI contacts.</p> <p>A deficit of £140k has emerged in the Royds Hall budget. The issue was due to leaders not including the top slice for the trust in the budget. A savings plan will need to be put in place from September 2018 which may require staffing reductions.</p> <p>RESOLVED: That the CEO can progress the required savings plan for Royds Hall Community School.</p> <p>The Local Authority are requesting £35k for legal fees relating to PFI contracts. This may cause delay in the conversion process. The Trust is still working towards a conversion by 1 September 2018 but this date is not yet confirmed.</p> <p>Q. Will the Finance Director and team will work closely with Royds Hall given the deficit? A. Yes, Royds Hall will need help with budgets.</p> <p>Q. Can we get any learning from the Royds Hall deficit issue? A. Yes. Budget decisions were taken after the financial review was performed.</p> <p>Q. What is deficit as % of total budget? A. Circa 2.2%</p> <p>Q. Are we confident that the appropriate governance and decision making is in place at Royds Hall? A. We expect the Chair of Royds Hall governors to step down at conversion. Governors will consider governor representation at a future meeting.</p> <p>Q. What happens if we uncover more issues? A. Royds Hall are responsible for financial management until conversion and technically the LA should cover any actual deficit in the current financial year.</p>	

Agenda Item	Discussion and Decisions	Action – who/by
	<p>Q. We need to ensure that trust growth plans do not impact the overall financial stability of the trust? A. Agreed.</p> <p>The CEO updated that an updated view of Royds Hall financial position will be presented at the next Board of Directors meeting. There are no overall concerns about ongoing financial stability of Royds Hall as this is a growing school.</p> <p>(b) <u>MAT Development & Improvement Fund (MDIF)</u> The CEO updated that the trust has been successful in securing £60k for school improvement activities across the MAT. The grant is conditional on the commission of an independent review of curriculum and finance plans.</p> <p>Q. Will this review take place in all schools? A. Yes.</p> <p>(c) <u>MAT Evaluation and Improvement Plan</u> The CEO updated on the MAT Evaluation and Improvement Plan. Appendices A and B of the CEO report were reviewed and it was proposed that these documents should form the basis of the MAT Evaluation and Improvement Plan.</p> <p>Q. Where were the numbers sourced? A. Numbers are based on last year plus some improvement.</p> <p>It was agreed that numbers would be amended for any corrections and reviewed at the next Directors Meeting.</p> <p>It was agreed that trust succession planning needs to be considered by the Directors.</p> <p>This would be an agenda item for the meeting on October 23 2018</p> <p>Q. Will the appointment of new Senior Staff in the trust help with succession planning? A. Yes, especially the Executive Headship and Director of Education roles.</p> <p>(d) <u>OFSTED Inspection at Millbridge J, I & N School</u></p>	<p>JMcN</p> <p>JMcN</p> <p>Governor Clerking Service</p>

Agenda Item	Discussion and Decisions	Action – who/by
	<p>The CEO updated that the complaint was unsuccessful.</p> <p>(e) <u>Financial Report</u></p> <p>The 2017-18 Spending Review Report was included at Appendix G and Appendix H.</p> <p>The CEO updated the meeting on the report.</p> <ul style="list-style-type: none"> • The performance to date is stable across all areas except Early Years and SEN which is significantly lower than budget. Investigations are currently taking place. • 2017-18 cumulative surplus is budgeted at £986k. • Some staff restructure may be required at Millbridge to balance the future budget. Changes will focus on Teaching Assistants and Lunchtime Supervisors. <p>RESOLVED: That approval is given for the school's leadership team to start consultation relating to new staff structures.</p> <p>Q. When do we plan to start the restructure? A. As soon as possible.</p> <p>Q. Will 2018-19 budgets be reviewed at the next Directors Meeting? A. Yes. All individual school budgets will be presented.</p> <p>Q. Would it be better to have a single overall budget? A. This may not be acceptable to individual schools as they are aware for the funding formula and do need transparency over funding. PFI and SEN funding would also cause complications. Lack of transparency over funding would not be attractive for new schools joining the trust.</p> <p>(f) <u>Human Resources Report</u></p> <p>The proposed structure for the Trust – Feb 2018 was circulated.</p> <p>The CEO presented the HR Report and summarised the key changes in appointments and resignations that have taken place.</p> <p>DELETED – Minute 246 refers</p>	<p>CP</p>

Agenda Item	Discussion and Decisions	Action -- who/by
	<p>Due to the resignation of the Headteacher at Cowlersley Primary School, an interim Headteacher has been appointed for 2 to 3 days a week to avoid any risk of disruption in the running of the school.</p> <p>Q. Has the new Primary Executive Headteacher been updated on these changes? A. No. She is not yet in post.</p> <p>Q. Is Mrs N Pritchard allowed to vote on decisions as a non Director? A. Mrs N Pritchard could apply to be a Director.</p> <p>It was noted that Directors have to cease being associated with school governing bodies.</p> <p>It was agreed that the trust needs to progress plans to combine governing bodies and that Directors will be required to lead this process. Marie Guest and Mark Day to lead on this</p> <p>Q. Is Heaton Avenue Governing Body stable? A. Yes, so it could be combined with another governing body.</p> <p>Q. Do we have a skills audit for all governors on governing bodies? A. Yes.</p> <p>The CEO noted that changes at senior leadership level means flexibility is required in placing new senior leaders around the trust.</p> <p>RESOLVED: That the scheme of delegation be amended to allow the CEO to negotiate with staff at assistant headteacher level and above about the school they will be placed in. Future senior leadership roles will be appointed to trust level and postholders will agree to move between schools according to trust priorities.</p> <p>It was noted that the new structure changes for the trust had been completed ahead of schedule. The Directors thanked the CEO and all staff for all the work done to achieve this.</p> <p>The structure paper was circulated, Growing our trust: Creating the structures we need for the rapid improvement and long term</p>	<p>MG / MD / JN</p>

Agenda Item	Discussion and Decisions	Action – who/by
	<p>sustainability - February 2018.</p> <p>The CEO noted that this paper would now be updated to reflect recent staffing changes.</p> <p>Q. Do you think staff will have issues with performance management proposals?</p> <p>A. The 15 standards for appraisal are non negotiable and there have not been any issues recently as staff understand that this is evidence based.</p> <p>Q. Could we consider having a Mission Statement, Vision and Strategies that would sit across all schools?</p> <p>A. Yes this is a good idea.</p> <p>It was agreed that Directors should consider Mission Statement, Vision and Strategy in September. Marie Guest and Mike Dunkley to lead.</p> <p><i>All trust employees left the meeting before the Remuneration Committee discussion.</i></p> <p>(g) DELETED – Minute 246 refers</p> <p><i>Trust employees re joined the meeting after the completion of the Remuneration Committee discussion.</i></p>	<p>MG / MDu</p>
<p>239.</p>	<p>Formulation of Members, Directors and Governors</p> <p>The SHARE Multi-Academy Trust Scheme of Delegation May 2018 was circulated. The CEO updated the meeting on key changes.</p> <p>It was noted that the reserves figure will be referenced in the Accounting Policy.</p> <p>The Safeguarding statement for the trust was reviewed.</p> <p>RESOLVED: That the Safeguarding statement for the trust be approved and that Mr M Day should be the Director responsible for Safeguarding.</p> <p>Q. Who are the guardians of all policies.</p> <p>A. This is the responsibility of the Director of Operations, Finance and Executive PA</p>	

Agenda Item	Discussion and Decisions	Action – who/by
	<p>Staffing restructures (page 19 of the Scheme of Delegation) were reviewed.</p> <p>Q. Could salaries be split out to show Secondary and Primary roles? A. Yes this can be done. It was agreed that structures should be split between Primary and Secondary.</p> <p>It was agreed that the CEO would bring a staffing report to the Board of Directors meeting for review at least annually.</p> <p>RESOLVED: That the Scheme of Delegation be agreed subject to the agreed amendments.</p>	<p>JMcN</p> <p>JMcN</p>
240.	<p>Governing Bodies</p> <p>It was agreed that the Directors should consider how governing bodies can be combined.</p>	<p>NW / Directors</p>
241.	<p>GDPR and the appointment of a DPO</p> <p><i>Mr M Dunkley left the meeting.</i></p> <p>Mr J McNally updated that Ms B Stapleton (facilities manager) has been appointed as Data Protection Officer (DPO) for all schools in the trust.</p> <p>Q. Will Ms B Stapleton undertake DPO training? A. Yes.</p> <p>It was noted that a Director responsible for Data Protection will need to be appointed.</p> <p>It was agreed that the Director responsible for Data Protection should be agreed at the next Board of Directors meeting in July or the following meeting in September.</p> <p>Q. Are we making sure all GDPR requirements are in place relating to encryption of Laptops, use of secure emails and shared areas. A. An action plan for GDPR is being progressed and these requirements are included. The Every system provides a secure portal. The Every system will be more efficient and secure.</p>	<p>Governor Clerking Service</p>

Agenda Item	Discussion and Decisions	Action – who/by
	<i>Mr M Dunkley returned to the meeting.</i>	
242.	<p>Approval of Policies</p> <p>Mr J McNally advised there were no policies for review and approval at this meeting.</p>	
243.	<p>Any Other Urgent Business</p> <p>(a) <u>Free School Update</u></p> <p>Correspondence was circulated. Information on Free Schools mainstream Wave 13 Application round was received on 11 May 2018 from the Department of Education.</p> <p>It was noted that the deadline for application is 17 September 2018.</p> <p>It was agreed that this should not be progressed currently but it is a possibility that should be reviewed in 2019, after the current growth plans are complete.</p> <p>Q. Is there a need for additional school places? Is this the creation of a new primary school?</p> <p>A. Yes there is a requirement for additional primary capacity.</p> <p>Q. Do you need to be a trust to make an application?</p> <p>A. No not necessarily.</p> <p>(b) <u>Proposed meeting structure and dates for 2018-2019 academic year</u></p> <p>Mrs J Newson circulated the proposal for SHARE MAT meetings 2018/19.</p> <p>RESOLVED: That the proposal for meeting structure and dates was approved.</p> <p>It was agreed that Mrs J Newson should progress with proposals for meeting report content.</p>	<p>JMcN</p> <p>JN</p>
	<p>Q. Do we need a Finance and Resources Committee?</p> <p>A. Under the current proposal, financial management and budgets are included in the Board of Directors meeting and accounting policies would be considered by the Audit and</p>	

Agenda Item	Discussion and Decisions	Action – who/by
	<p>Risk Assurance Committee.</p> <p>Q. What about Resources? A. Resources are covered under HR and Operations in the Board of Directors meeting.</p> <p>Q. Can the AGM be on the same date as the Directors meeting in December? A. We can check if this will be possible.</p> <p>It was agreed that Mrs J Newson will check if the AGM and Board of Directors meeting can be on the same date in December.</p> <p>(c) <u>CEO Pension</u></p> <p>It was proposed that the CEO should remain in the Teacher Pension Scheme. Ongoing responsibilities of the CEO include School Development Plans, Evaluation of School performance and Learning Walk and he frequently advises about teaching and learning matter.</p> <p>RESOLVED: That the CEO should remain in the Teacher Pension Scheme.</p>	<p>JN</p>
244.	<p>Correspondence</p> <p>None.</p>	
245.	<p>Dates of meetings for the 2017 – 2018 academic year</p> <p>RESOLVED: That the next meeting of the SHARE MAT Board of Directors will take place on:</p> <p>- Thursday 5th July at 8.00am</p>	
246.	<p>Agenda, minutes and related papers – school copy</p> <p>RESOLVED: That the third paragraph of minute 238(f) and minute 238(g) be excluded from the copy to be made available at the School.</p>	

The Chair closed the meeting at 8.20pm.

Chair

Date

05 07 18