



Directors Meeting Minutes 26/02/2019

▶ EXCALIBUR ▶ Tuesday, February 26, 2019 ▶ 5.30pm ▶ Chair: Ros Caulfield ▶ Clerk: Sue Lambeth

FINAL: The minutes are confirmed and locked.

Governors Attending: >Ros Caulfield, Elizabeth Martindale, Nikki Ratcliffe, Jenny Whiston, Sarah-Louise Gohr

Governors Apologies: >Lise Houldsworth

Non Governors Attending: >Sue Lambeth, Justine Twiss (part), Yvonne Hilditch (part)

Non Governors Apologies: >

Agenda Item 1 ▶ Welcome, Apologies and Any Other Business

The meeting was quorate and started at 17.33.

The Chair welcomed all to the meeting and introductions were made.

Justine Twiss, a prospective Director with an HR skill set, was attending the meeting and introduced herself. Employed at Reaseheath College, Justine could contribute her expertise in safeguarding, PREVENT, County Lines and safer recruitment. She expressed concern at her lack of knowledge, but Directors advised it is a question of having knowledge in certain areas and adding different perspectives. Her understanding of educational context and the ability to bring a new perspective and HR expertise would be an asset to the board.

MINUTE Stephen Coles had attended a previously meeting and had indicated his interest in becoming a Chancery Trust Director. His legal skill set and his governor experience at The Berkley would be valuable assets to the trust.

In Chancery Trust the responsibility for the appointment of Directors lies with the Members.

Apologies received from Lise Houldsworth were accepted.

Nikki Ratcliffe would be arriving late.

No items of other business were requested.

ACTION To send an email to Gail Tindall, Ian White and Ray Palin to seek agreement to the appointment of Stephen Coles and Justine Twiss as Directors of Chancery Trust . (RC)
To advise the Clerk of the members' confirmation of the appointment of Stephen Coles and Justine Twiss as Directors of Chancery Trust. (RC)

Agenda Item 2 ▶ Declarations of Interest

There were no declarations of potential pecuniary interest or conflict of interest between an individual and the governing body as a whole in connection with the business to be discussed during the meeting.

MINUTE Directors confirmed they had updated or will update their profiles on Trust Governor including the sections on eligibility, declarations of interest, Code of Conduct, Safeguarding and Keeping Children Safe in Education.

ACTION To update personal profiles on Trust Governor (route:my profile >update) (All Directors)

To ensure Directors have updated profiles before the next meeting. (Clerk)

Agenda Item 3 ▶ Membership

Changes to the membership of the governing board since the last meeting were discussed in Item 1 of the meeting .

MINUTE Directors **agreed** to re-appoint Mike Cross to Excalibur LGB.

Directors **agreed** the appointment of Jo Bain, a former teacher and foster carer, as a replacement for Jonathon Riley who had decided to step down at the end of his term of office.

Changes to the membership of the governing board since the last meeting were discussed in Item 1 of the meeting .

DECISION Directors agreed to re-appoint Mike Cross to Excalibur LGB. Directors agreed the appointment of Jo Bain, a former teacher and foster carer, as a replacement for Jonathon Riley who had decided to step down at the end of his term of office.

Agenda Item 4 ▶ Part One Minutes, Matters Arising and Action Log Review

The Part One Minutes of the previous meeting were reviewed, agreed to be an accurate record of the meeting and will be signed off by the Chair.

MINUTE Governors confirmed there were no issues with the minutes of the previous meeting.

Actions from the previous meeting were reviewed as follows:

- The actions attributed to the previous clerk have been assumed by LH and YH.

Agenda Item 5 ▶ Chair's Action and Correspondence

MINUTE The Chair had undertaken no Part One actions since the last meeting.

Actions of a confidential nature would be reported in Part Two of the meeting.

Agenda Item 6 ▶ Reports from Committees and Directors with Special Responsibilities

MINUTE The Audit Committee had not meet.

Headteacher Executive Committee

LG reported that Deputy Headteachers had been invited to the first meeting, prior to which data was shared. The outcome of the discussions formed the Chief Executive Officer (CEO) Report and the meeting had considered each cohort and the strengths and weakness and potential for sharing expertise of each member of staff in order to populate a talent map template, which will form a directory of expertise across the trust. Discussion on a suitable Quality Assurance (QA) process had taken place together with the need for the inclusion of an evidence base. LG reported that there are Specialist Leaders of Education (SLEs) and Local Leaders of Education (LLEs) on the staff in addition to staff involved in action research.

Curriculum was discussed briefly and will be the focus of the next meeting. The Deputy Headteachers were allocated actions from the meeting and were completing them.

NR arrived at 18.04 and introduced herself.

YH arrived at the meeting at 18.03.

Finance Committee

The sole member of the Finance Committee currently is YH.

Any other reports

There were no other reports.

Q: Will the talent mapping help with staffing for September?

A: Yes, particularly for roles across the schools. With this in place, it would also be possible to identify suitable staff from potential joining schools. One advantage of the MAT is the possibility of developing staff with leadership potential.

Q: How is the finance work across the schools developing?

A: YH works closely with the administration teams at both schools and training is in place e.g. SIMS, admissions, H&S.

CHALLENGE

Q: Do the two administration teams work well together?

A: Excalibur focus on HR and orders, and Pikemere focus on sales ledger and orders. YH's work dovetails with these.

Q: Does this impact on Chief Financial Officer (CFO) role?

A: It did. However, the situation is becoming less hectic and the way forward will have cohesion and the system in place will work well with any new school joining. Remote working is also possible, and capacity will grow.

Agenda Item 7 ▶ Minutes from Local Governing Boards

The approved minutes since 5thDecember were received and discussed. The following points were raised:

MINUTE

- Pikemere had no Spring 1 meeting due to the change of clerk.

ACTION

To upload Excalibur Spring 1 meeting minutes from 4thFebruary to Trust Governor. (Clerk)

Agenda Item 8 ▶ Part One CEO Report to Directors

The report, discussed by LG and LH, was available before the meeting on TG.

MINUTE

Directors felt that the report was clear, gave a good flavour of the trust, was informative, easy to read and also honest. Quality Assurance is an area for discussion at the next Headteachers' meeting.

The RAG rating under the Chancery Trust Key Performance Indicators (KPI's) was helpful.

CHALLENGE

Q: What does the acronym DAPS refer to in the autumn term data capture?

A: That is Pupil Premium/ disadvantaged pupils.

Agenda Item 9 ▶ Finance

YH confirmed that all documentation had been submitted by the required deadlines. An audit had taken place and the Audit Committee should now meet.

Budgets are in preparation for next year and will feed into the May Directors' meeting for approval to complete the Budget Forecast Return (BFR) for July.

Accounts returns were completed by 19 January 2019 despite uploading issues and are now on the website.

All websites have been checked and feedback given to the LGBs.

YH directed the meeting to the three year plan document, consolidated plan, the Chancery Plan which is the proposal for 2018/19 and the three year plan moving forwards. The Berkley share of the top slice is built in.

Pupil numbers are shown consolidated, together with budget entitlement, staffing and capital, which includes the additional amount received for capital spend by both schools this year.

MINUTE

The top slice of 4.8% is shown throughout and a loss of £21k expected, with a carry forward of £126k. Next year there is an expected loss of £47k with a carry forward of £78k and 2021 shows a loss of £134k. The take-over of the before and after school club provision and any additional holiday club provision is not included.

YH confirmed that the top slice covers Chancery Trust costs this year and next but becomes a negative figure of £5k by 2022. The trust is not alone in this situation, and historically it is not possible to set an accurate budget in Year 3. Caution is essential and the income for teachers' pension contributions is not included as the amount has not yet been advised.

YH referred the meeting to the accounting system report showing the current period compared to the original budget, year to date against the budget set and consolidated forecasts of the schools and the MAT. The schools can compare lines of expenditure.

There were no further questions.

YH will keep up to date with cash flow and find a way of recording cash outflow, as there is no such report available on the system. The March accounts will go out by email, and April accounts will be presented to the May meeting.

YH left the meeting at 18.21.

Justine Twiss left the meeting at 18.25.

CHALLENGE **Q: Why are Excalibur Pupil Premium numbers reducing?**
A: There is a large number of pupils in Year 6 and no new predictions are included. There may be three new applications due to changes in families' situations.

Agenda Item 10 ▶ **MAT Business Plan**

LG gave an update and reported that the coaching element of her role was extremely busy.

The core coaching offer for MAT schools will have an entitlement of Senior Leadership Team (SLT) coaching and two members of SLT will have one-to-one sessions. This is a considerable amount of time and is paid from the top slice. As the trust grows LG's role as executive coach will also grow, although there is also other coaching talent within the trust. Coaching services are also being purchased externally and discussion around training a new executive coach took place.

MINUTE

LG has networked with a view to launching the service in the corporate world. The one-to-one coaching and National Professional Qualification for Headship (NPQH) coaching are time consuming.

Group coaching is being promoted in order to generate more income, although some Headteachers wish one-to-one sessions. Directors agreed that Chancery Trust must have financial stability and this income stream will contribute significantly but must be without detriment to Pikemere School, LG and the Chancery Trust. The income stream from 'Learn to Coach' is profitable, and discussions between LG and Helen Morris from Cranberry School with a dairy company are underway around education, resilience and work between primary schools and industry.

Q: Is the coaching element of LG's role manageable?

A: From September discussion on the maintenance of the headship at Pikemere will be necessary.

CHALLENGE

Q: How could the Pikemere situation be resolved going forwards?

A: LG does not feel ready to let the headship go completely. Coaching is the unique selling point of the trust, but Pikemere School would need someone in post on a day to day strategic basis and also to retain LG to support the momentum. LG's input cannot be sustained at the current level.

Q: Does the current Deputy Headteacher at Pikemere have the respect of the staff?

A Yes. However, it is important to maintain momentum and drive.

Agenda Item 11 ▶ **Admission Arrangements**

MINUTE

The Admissions Policy from September 2020 was approved at the Pikemere Autumn 2018 LGB meeting and at the Excalibur Spring 1 LGB meeting by their governing board.

Agenda Item 12 ▶ **Scheme of Delegation**

MINUTE

There were no changes to the Scheme of Delegation.

Agenda Item 13 ▶ **Director's Report**

MINUTE

Directors confirmed they had read the spring term 2019 report and have an overview that each school's Local Governing Board are taking the actions required (by review of the LGB minutes).

It was brought to the attention of the meeting that any new Directors will require enhanced DBS.

Agenda Item 14 ▶ **Director Monitoring/Training**

MINUTE

There were no Director Monitoring visit reports and no governor training was reported.

Agenda Item 15 ▶ **Term Dates 2019/2020**

MINUTE

The term dates for 19/20 were reviewed and agreed as uploaded to the school website.

Agenda Item 16 ▶ **MAT Policies**

The following policies were reviewed:

- Annual Leave Policy
- Gender Re-assignment Policy
- Capability Policy for Teaching Staff
- Capability Policy for Support Staff
- Induction Policy Support Staff
- Balances and Reserves Policy
- Debt Management Policy
- Excalibur Admissions Policy
- Pikemere Admissions Policy

EM reported that she had reviewed the Capability Policies which shared many similarities but pointed out the following amendments required:

MINUTE

- Insertion of the term governors/directors into the Support Staff Capability Policy with relation to a panel.
- Clarification regarding the apparent contradiction in point 7.2 on page 10 of the Support Staff Policy with Appendix Two regarding appeal hearings.
- Support Staff Capability Policy page 2 – fourth paragraph 'with proper safeguards to the individual' should be inserted.
- Teachers' Capability Policy point 2.7 is not included in the support staff document and should be.

The school solicitors advise that HR policies are in order and can be passed by directors subject to the Trade Union agreement, with which no issues are anticipated.

Directors **approved** the above policies subject to the above amendments and clarification and clear statement of the review dates.

Directors felt it was difficult to read all policy documents in advance when there are many policies. It was agreed that it would be possible and prudent to share policies for proof reading.

ACTION

To amend the policies in accordance with EM's documents/amendments. (LH)

CHALLENGE

Q: How will the process for checking policies be managed?

A: A schedule for review is a work in progress.

Agenda Item 17 ▶ **Dates/Meetings**

MINUTE

The remaining Directors' meeting date was confirmed as 15th May 2019 at Pikemere at 5.30.

There will be a virtual Audit Committee meeting on 12th June in the afternoon.

Agenda Item 18 ▶ **Any Other Business**

MINUTE There was no other business to discuss.

Agenda Item 19 ▶ **Impact Statement**

What Went Well

- There was an in depth discussion around the skills of the new directors which was agreed will develop the overall skill set.
- Directors were made aware of the impact and quality of the CEO report.
- The Business Development Plan discussion gave directors a sound understanding of the financial sustainability and the development of the unique selling point (USP) of the trust.

MINUTE Even Better If

- The Policy schedule was aligned to meetings.
- Timings were included on the agenda in order to focus discussions, with the aim of completing the meeting business within one hour and thirty minutes.

Governor Agreed Actions set during this meeting: 2

▶ To update personal profiles on Trust Governor (route:my profile >update) (All Directors)

For: asap

By: Elizabeth Martindale

▶ To update personal profiles on Trust Governor (route:my profile >update) (All Directors)

For: asap

By: Nikki Ratcliffe

Directors Meeting Spring 1 - Part 1 *dated: 26/02/2019*

Minutes approved by Yvonne Hilditch