



Yvonne Hilditch Chancery MAT [85] 14 October 2020

Directors Meeting Minutes 11/02/2020

▶ Pikemere School ▶ Tuesday, February 11, 2020 ▶ 17.30 ▶ Chair: Ros Caulfield ▶ Clerk: Sue Lambeth

FINAL: The minutes are confirmed and locked.

Governors Attending: >Directors:Justine Twiss, Alison Hattersley, Jenny Whiston, Nikki Ratcliffe, Steven Coles, Ros Caulfield, Acting CEO: Sarah-Louise Gohr

Governors Apologies: >Elizabeth Martindale

Non Governors Attending: >Sue Lambeth, Yvonne Hilditch

Non Governors Apologies: >

Agenda Item 1 ▶ Welcome, Apologies and Any Other Business

The meeting was quorate and started at 17.35.

MINUTE

RC welcomed all to the meeting.

Apologies received from Liz Martindale were accepted.

No items of other business were requested.

Agenda Item 2 ▶ Declarations of Interest

No declarations of pecuniary interest or conflict of interest between an individual and the Board of Directors as a whole in connection with the business to be discussed during the meeting were declared.

MINUTE

The clerk reported that director profiles were being monitored and updated where necessary.

Agenda Item 3 ▶ Membership

Membership of the Board of Directors and Members' Board

In order to strengthen the financial skills of the board, LG had contacted a prospective director who was currently unable to commit to the role. Discussions had also taken place with schools considering joining the trust.

MINUTE

After discussion, directors **agreed** to request that the Chancery Trust Members pass an ordinary resolution to invite the acting Chief Executive Officer (CEO) to become a director, in accordance with the Articles of Association.

Appointments to LGBs

There were no appointments to LGBs for confirmation.

ACTION

To request the Chancery Trust Members pass an ordinary resolution to invite the CEO to become a Chancery Trust Director and advise YH. (Clerk)

DECISION

directors agreed to request that the Chancery Trust Members pass an ordinary resolution to invite the acting Chief Executive Officer (CEO) to become a director, in accordance with the Articles of Association.

Agenda Item 4 ▶ Part One Minutes, Matters arising and Actions review

The minutes of the Directors' meeting held on 4th December 2019 were reviewed, agreed to be a true and accurate account and would be signed off by the Chair.

There were no matters arising.

Actions agreed at previous meetings were updated on Trust Governor.

MINUTE

The following points were highlighted:

- Policies had been discussed with Cooks but had not yet been finalised. The Stress Policy had been re-named a Wellbeing Policy but was pupil focussed. A section on the wellbeing of staff was to be incorporated.
- The Round Group would update the website which is based on Wordpress and NR and SC both offered assistance if required.

Directors reviewed and **agreed** the Trust AGM minutes of 11th December 2019.

DECISION

Directors reviewed and agreed the Trust AGM minutes of 11th December 2019.

Agenda Item 5 ▶ Chair's Action and Correspondence

MINUTE

The Chair advised she had met with LG and also with Jeff Marshall and confidential feedback would be given in Part 2.

Agenda Item 6 ▶ Finance/Resources

MINUTE

The Chief Financial Officer reported:

- The documents evidencing the timely submission of the Financial Statements 2018/19 and the Auditors Management Letter to the Education and Skills Funding Agency (ESFA), the uploading of the Financial Statements and Management Letter to the trust website and the accounts return filing confirmation from the DfE were attached to the meeting.
- The finance report for the end of January was also available on TG. The February report discussed at the Finance meeting which included a 3-year forecast with The Berkeley had also been submitted to the ESFA.
- The recommendations from School Resource Management Adviser (SRMA) visit and the trust response was also attached to the meeting on TG.

JT arrived at 17.44

Finance Report

The CFO detailed the content of the report and Appendices A-E as attached to the meeting

Directors found the format of the report extremely helpful and clear.

Risk Register

Sections of the Risk Register (Appendix E) up to point 1.1.8 had been discussed at the Audit Committee and the document colour coded, with blue designating changes or moves. Review dates had been amended and consideration of Sections 2.1 onwards would take place at the next audit meeting.

Health and Safety

All Health and Safety was now held locally and compliance tracking would be in place shortly. Directors learnt that The School Bus could provide a compliance tracker and access would also be at Multi Academy Trust (MAT) level.

Directors **accepted** the CFO reports.

DECISION Directors accepted the CFO reports.

Agenda Item 7 ▶ **Reports from Committees and Directors with Special Responsibilities**Finance Committee / Report 3rd February 2020

Minutes would be available shortly on Trust Governor.

Audit Committee / Report 3rd February 2020

Minutes would be available shortly.

MINUTEHeadteacher Executive Committee

Headteachers and Deputies had met and school visits had taken place. A finance group was now in place which included Headteachers. The Excalibur Headteacher had spoken positively of LG's visit. Clare Johnson and Juliet Jones were working well together.

There were no other reports for consideration.

Agenda Item 8 ▶ **Minutes from Local Governing Boards**

Unapproved minutes from the following meetings were reviewed:

- Pikemere LGB 22nd January 2020
- Excalibur 27th January 2020
- The Berkeley 10th December 2019

Directors had no questions.

MINUTEHow does the LGB know the impact of the curriculum in the school?

Directors considered the responses from the LGB meetings where discussion had taken place and where the governors had readily been able to provide evidence, and demonstrated confidence in their understanding.

Feedback to the Directors was that LGBs were not entirely certain of their role. However, the Scheme of Delegation highlighted for LGBs had been thought to be very helpful.

Challenging questions for LGBs – summer term

How to do the LGBs ensure that the schools are compliant in terms of Health & Safety?

A question on pupil progress would be included in autumn term 2020.

ACTION

To add discussion of a suitable pupil progress question for LGBs to the summer term directors' meeting. (Clerk)

DECISION

Directors agreed the following question for discussion at LGB meetings in the summer term: How to do the LGBs ensure that the schools are compliant in terms of Health & Safety?

Agenda Item 9 ▶ **Part One CEO Report to Directors**

Directors felt that the CEO report was extremely comprehensive and that the format worked well.

LG confirmed that the aim was to have a document which could be reported to directors and would be usable at school level. LG had liaised with another CEO on the content which included a risk assessment from the CEO perspective.

The following points were highlighted and discussed:

MINUTE

- The CEO's uncertainty regarding the completion of the National Professional Qualification for Executive Leaders (NPQEL) in view of the amount of time and the capacity required.
- The membership of the Confederation of Schools Trust which would provide a networking opportunity with other trusts.

Directors **agreed** that LG should take time to settle in the CEO role and re-assess in the summer term.

DECISION

Directors agreed that LG should take time to settle in the CEO role and re-assess in the summer term.

Agenda Item 10 ▶ **MAT Strategic Plan**

The action plan remained unchanged but had been re-formatted to show key actions, intended impact and RAG rated impact to date in order to demonstrate progress.

MINUTE

LG thanked YH for her work on the website and advised that share point had now given access to documents across the trust.

Directors had no questions and felt the document was user friendly particularly the inclusion of links to other documents.

The document 'Learning from The Berkeley joining Chancery' (on Trust Governor) was discussed and held to be useful going forwards.

Agenda Item 11 ▶ **Admission Arrangements**

Admission arrangements for each primary school had been approved by their LGBs.

MINUTE

Directors **approved** the admission arrangements.

DECISION

Directors approved the admission arrangements.

Agenda Item 12 ▶ **Cheshire East Directors Report****MINUTE**

The Cheshire East Director of Children's Services Report for Spring 2020 had been discussed at the Excalibur LGB meeting and would be discussed at the forthcoming Pikemere LGB meeting as it had not been available in time for the Spring 1 meeting.

Agenda Item 13 ▶ **Director Monitoring/Training**

- MINUTE** Monitoring visit reports
It was agreed that Monitoring Visit Reports would be re-named as Director Visits which would be scheduled for the summer term to enable directors to pick up on sensed improvements from being part of the trust. Visits should enable staff to indicate the value added, the sense of individually retained and the extent of feeling involved. Meetings for directors with school councils could be arranged and the possibility of a conference for school councils at an external venue was discussed.
- The role of Link Directors, currently Liz Martindale at Pikemere, Nikki Ratcliffe at Excalibur and Steven Coles at The Berkeley, was discussed and further investigation called for.
- Chairs and Vice Chairs of the LGBs had been contacted by email to gain feedback from schools transitioning into Chancery Trust and a steering group was planned to include directors. AH and JW volunteered.
- Director Training
The steering group would direct this and joint training across the trust would be identified.
- ACTION** To investigate the role of Link Directors in other trusts. (LG)
- Agenda Item 14** ▶ **Term Dates 2020/2021**
- MINUTE** Term dates for 2020/21 were **approved**.
- DECISION** Term dates for 2020/21 were approved.
- Agenda Item 15** ▶ **MAT Policies**
- YH confirmed there was no duplication of policies.
- The following policies were not available for this meeting:
- DBS Disclosure Policy
 - Lettings and Charging Policy
 - Travel and Expenses Policy
 - Teacher Appraisal Policy
 - Disciplinary Policy (currently with Cook Lawyers)
- The following policies had been reviewed and were **agreed** by directors:
- Menopause Policy
 - Adoption Pay and Leave Policy
 - Paternity Leave and Pay Policy
 - Shared Parental Leave Policy
 - Dignity at Work Policy and Procedure
- MINUTE**
- Attendance Management Policy
Directors felt that the advice of Cooks Solicitors should be sought in view of the perceived leniency of the wording which was based on a Local Authority model. Schools had reported no particular problem and were happy with the triggers included. Return to work interviews were now in place.
- POST MEETING NOTE:** Directors **approved** the unamended Attendance Management Policy.
- Business Continuity Policy
The document was tabled by YH who advised that all schools had a Business Continuity Policy. This is an overarching policy which cannot replace the individual Business Continuity and Disaster Recovery Policies. Directors were requested to review and bring back to next meeting. Directors suggested that the over-arching policy should reference those of the schools, hence the need to see them.
- To add discussion of the Trust Business Continuity Policy to the agenda of the summer term meeting of directors. (Clerk)
To add discussion of the DBS Disclosure Policy, Lettings and Charging Policy, Travel and Expenses Policy, Teacher Appraisal Policy and Disciplinary Policy to the agenda of the summer term meeting of directors. (Clerk)
To contact Cooks regarding the Attendance Management Policy. (YH)
To add copies of the schools' Business Continuity and Disaster Recovery Policies to TG. (YH)
To request each school reviews its Business Continuity and Disaster Recovery Policy. (YH/LG)
- ACTION**
- Directors approved the unamended Attendance Management Policy.
- DECISION** The following policies had been reviewed and were agreed by directors: Menopause Policy, Adoption Pay and Leave Policy, Paternity Leave and Pay Policy, Shared Parental Leave Policy and the Dignity at Work Policy and Procedure.
- CHALLENGE** **Q: Who is the Occupational Health provider?**
A: People Asset Management for Excalibur and Pikemere.
Q: Is access to support available for staff?
A: Yes through the Schools Advisory Service (SAS).
Q: Why is the Trust Business Continuity policy required?
A: The Risk Listing had revealed that a trust policy was required. However, it was felt best for individual schools to have their own policies.
- Agenda Item 16** ▶ **Meeting Dates**
- MINUTE** The date of the next meeting of the Directors was confirmed to be 14th May 2020 at Pikemere 5.30 p.m.
- The meetings of the Finance and Audit Committees would take place at Excalibur School.
- Agenda Item 17** ▶ **Any Other Business**
- LGPS Pension Contribution Rate
Discussion ensued on the Local Government Pension Scheme (LGPS) contribution rate and the options as set out on the documents attached to the meeting.
- Discussion ensued, particularly for new joiners to the trust. Directors **agreed** to Option 1 LGPS Pension contribution of individual rates for schools subject to review in 2022.
- MINUTE**
- Bank account facilities
Directors **agreed** to increase the payroll BACS figure for The Berkeley to £180,000.
- Length of meetings
It was agreed that the length of meetings would be monitored and the importance of documents being uploaded in advance was stressed. Signposting to documents added was felt useful and the directors expressed their thanks to LG and YH.
- DECISION** Directors agreed to Option 1 LGPS Pension contribution of individual rates for schools subject to review in 2022.
Directors agreed to increase the payroll BACS figure for The Berkeley to £180,000.
- CHALLENGE** **Q: What is the difference in cost between the two options for LGPS contribution rate?**
A: Not a great deal. YH recommended individual rates to allow schools to make individual decisions regarding support staff as they are responsible for their own budgets. Currently 33.5% is paid in all schools. The overall trust rate would be 20.9%. Paying individually The Berkeley would pay 19.9%, Pikemere 22.3% and Excalibur 21.8%. Either option would result in a considerable saving for schools in the trust.
- Q: Why are there variations?**

A: This is due to individual schools' actuarial valuations.

Q: Is there any intention to move away from Lloyds Bank? Or to review banking arrangements?

A: Not currently. Lloyds do not charge for BACs.

Agenda Item 18 ► Impact Statement

What is the impact of this meeting on the pupils across Chancery Trust?

- MINUTE
- Plans to review ways of working with the LGBs would strengthen governance across the trust.
 - The quest for new directors would add strength to the board.
 - The CEO report assured directors that the trust was keeping abreast of changes and the momentum of the trust continued.
 - School visits by the CEO had been made and the report increased directors' awareness of the schools. Further personal understanding would result from planned director visits in the summer term.
 - Directors felt assured that of the positivity of the CEO and CFO.

The Part One meeting closed at 18.37.

Governor Agreed Actions set during this meeting: 2

- To investigate the role of Link Directors in other trusts.

For: next mtg

By: Sarah-Louise Gohr

- To request each school reviews its Business Continuity and Disaster Recovery Policy.

For: asap

By: Yvonne Hilditch

Directors' Meeting Spring 2020 Part 1 dated: 11/02/2020
Minutes approved by Yvonne Hilditch