



Directors Meeting Minutes 22/03/2021

▶ Virtual ▶ Monday, March 22, 2021 ▶ 17:30 ▶ Chair: Ros Caulfield ▶ Clerk: Sue Lambeth

FINAL: The minutes are confirmed and locked.

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

Governors Apologies: >Justine Twiss, Alison Hattersley, Mark Whitfield

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 17.33.

MINUTE

The Chair welcomed everyone to the meeting, especially Peter Gough, an observer, and Anna Russell, a potential new director. Introductions were made.

Apologies received from Justine Twiss, Mark Whitfield and Alison Hattersley were accepted.

No other business was 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

Declarations on The Trust Governor were confirmed to be up-to-date.

ACTION To complete the skills audit on TTG. (AH and MW)

Agenda Item 3 ▶ Membership

Members

There were no changes to the Chancery Trust Members.

Directors

Anna Russell explained her role in supporting the wellbeing of Senior Leadership Teams (SLT) and teachers through the provision of workshops with BUPA. Through the BUPA Foundation, and in conjunction with MIND, support was given to young people. As the BUPA Corporate Responsibility and Sustainability Director, Anna had a focus on acting responsibly, climate change and carbon reduction, and previous experience included brand marketing and communications.

MINUTE

Joanna Longman, a National Leader of Governance (NLG) with considerable experience of working in a Multi Academy Trust (MAT) structure and who currently sat on Fallibroome and Aspire trust boards, was keen to become a director at Chancery Trust and to work with primaries. LG and JW had met virtually with Joanna following contact through Helen Scott, School Improvement Partner at Pikemere, and felt that her appointment would bring support and challenge to the board.

Directors approved the appointment of Joanna Longman as a Chancery Trust Director with effect from 22nd March 2021 subject to the agreement of Chancery Members.

Justine Twiss had submitted her resignation with immediate effect as she was no longer able to commit fully to the role.

Directors accepted the resignation of Justine Twiss with effect from 22nd March 2021.

ACTION

Directors **confirmed** the appointment of Karen Fuller as a co-opted Governor at Pikemere School with effect from 22nd March 2021.

To email Justine Twiss to thank her on behalf of the directors. (RC)

DECISION

Directors approved the appointment of Joanna Longman as a Chancery Trust Director with effect from 22nd March 2021 subject to the agreement of Chancery Members.

Directors accepted the resignation of Justine Twiss with effect from 22nd March 2021.

Directors confirmed the appointment of Karen Fuller as a co-opted Governor at Pikemere School with effect from 22nd March 2021.

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

MINUTE

The minutes of the Directors' meeting held on 3rd December 2020 were reviewed, agreed to be a true and accurate account and would be signed off by the Chair.

The meeting received the minutes of the Trust AGM on December 11th 2020.

The meeting noted the following decisions made by directors by email:

- Agreement to Mark Whitfield's paper on the appointment of a 5 day CEO to 31/8/2021 from 15/4/2021
- Agreement to The Berkeley to go ahead with the Outdoor area through Pentagon with a cost of £21,200. Directors did not agree to the extra cost of £5,895 so either this should be completed as a separate job or new quotes should be obtained that can then be approved by the directors.

There were no matters arising.

Actions agreed at previous meetings were reviewed and updated. The following points were highlighted:

- YH would provide an update on the use of the Nursery Manager and PSF systems at this meeting.
- The action for EM to carry out a T&L learning walk would be carried forward.

The meeting noted the following decisions made by directors by email:

- DECISION**
- Agreement to Mark Whitfield's paper on the appointment of a 5 day CEO to 31/8/2021 from 15/4/2021
 - Agreement to The Berkeley to go ahead with the Outdoor area through Pentagon with a cost of £21,200. Directors did not agree to the extra cost of £5,895 so either this should be completed as a separate job or new quotes should be obtained that can then be approved by the directors.

Agenda Item 5 ▶ Chair's Action and Correspondence

MINUTE The Chair reported that no actions had been taken on behalf of the board since the last meeting.

Agenda Item 6 ▶ Chancery Academy Trust Vision and Values

EM advised that the recent strategy meeting had confirmed a need to clarify the Chancery Trust vision and values so everyone could embrace and take ownership of them. The vision and values of the three schools had been analysed and combined with the vision produced as a result of the work with Delve in December 2019. The end result was a vision of 'a thriving family of schools working together to celebrate difference and support each other in the pursuit of excellence'. Whilst directors agreed this captured the essence, a discussion ensued on reducing the length of the statement.

MINUTE

The Flourish acronym to represent the Trust's values was agreed, however in order to avoid the danger of over complication it would be taken back to the pupils via a zoom meeting in the summer term to establish their views on what the behaviour looked like and to ensure the vision and values were felt by all.

ACTION To investigate the presentation of the vision and values at the schools.

Agenda Item 7 ▶ MAT Strategic Plan

The MAT Strategic Plan document had been circulated prior to the meeting and incorporated a short, medium and long term overview. Behind this document sat supplementary actions plans.

In the short term the priority for the remainder of the year was to assess and evaluate the position of the schools and the pupils post-covid, to ensure a support plan was in place for September, and examine the growth of the trust and the adequacy of the necessary infrastructure including finance and governance.

MINUTE

The medium term strategy was to establish how to build on the strong foundation e.g. work on evidence based research to inform practice. The early career framework for teachers was being rewritten for new entrants to education to enable future leaders. By January 2022 the aim would be to have sufficient capacity to support a school with difficulties.

All strands of the plan were necessary and fitted together.

Directors agreed to approve the MAT Strategic Report document, which was felt to capture the essence of focus areas.

The Trust to Trust development programme highlighted engaging the leaders in Chancery to build capacity and how they could contribute to strengthening at trust level.

LG was complimented on the clarity and succinct nature of the document.

DECISION Directors agreed to approve the MAT Strategic Report document, which was felt to capture the essence of focus areas.

CHALLENGE

Q: Is the MAT Strategic Plan to be shared with the schools?

A: Yes, the Headteachers have seen it and had the opportunity to contribute. Feedback was positive and the schools keen to get started

Agenda Item 8 ▶ Reports from Committees

Standards Committee

Discussion at the strategy meeting had led to the move to the establishment of a Standards Committee in preparation for growth and strengthening the trust scrutiny at board level. Draft Terms of Reference were available on TTG.

MINUTE

Membership would be RC, EM and JL with a meeting scheduled for the end of the summer term. Self-evaluation in schools would be the summer term focus. Examination of data would take place, with each school preparing internal data in order to shape the work of Chancery for September. Associates with data expertise could be invited from the LGBs going forwards.

The unapproved minutes from the Finance Committee and the Audit and Risk Committee both on 8th March were received. The finance meeting had been introduced to the summary report.

There were no other reports for consideration.

ACTION To circulate dates for a Standards Committee meeting in the summer term. (JW)

Agenda Item 9 ▶ Finance and Resources

MINUTE The following were received from the CFO:

- Confirmation that the 2019/20 audited financial statements had been published on the school website 31st January 2021.
- Confirmation that the 2019/20 audited financial statements and auditors' management letter had been submitted to the DFE by 31st January 2021.
- Confirmation that the 2019/20 accounts return had been submitted by 23rd February 2021.
- Confirmation that the 2020/21 Land and Buildings collection tool was completed by 28th January 2021.

Update on the recent bank account facility review

YH reported that the bank mandate had been updated to raise the payment run limit to £120k and some names would be removed from the signatory list by the end of term.

An audit query had arisen on invoices raised in Nursery Manager not being replicated on PSF in one school and debt collection had been done via Nursery Manager. Data had been downloaded from Nursery Manager and would be transferred into PSF. Sales invoices could then be imported to PSF and debts could be pursued in PSF and reported to directors.

New internal auditors, Hardings, had been appointed with the first audit to be completed in the summer term with an autumn and spring term focus.

Latest Finance report, management accounts, latest forecast for 2020/21 and 3 years' cashflow forecasts to 31/8/2022, balance sheet and benchmarking data

Changes to the management accounts agreed at the Finance Committee meeting had been made and the summary directors report was explained.

A deficit of £4308 was projected for Chancery Trust at the end of January 2021.

Health and Safety (H&S)

The meeting received an update and discussed plans to align H&S and compliance recording and reporting. School Business Managers (SBMs) had investigated a new H&S system 'Every' which would hold all information and ensure the compliance of the schools.

There were no H&S issues and schools had reviewed risk assessments prior to re-opening.

Agenda Item 10 ▶ Minutes from Local Governing Boards

The minutes of the following meetings were received:

- Pikemere LGB 30th September, 25th November, 20th January
- Excalibur LGB 14th September, 23rd November, 11th January.
- The Berkeley Curriculum Committee 29th September 2020

Discussion ensued on the LGB responses to the directors' question on pupil and staff wellbeing in the autumn term. LG reported that she had continued to check in with the leaders of the schools and on visits Pikemere and Excalibur demonstrated a strong sense of togetherness with schools a hive of activity. Pupils had transitioned well with improved levels of resilience and greater compliance with routines than after previous lockdowns. The return has been positively managed and any anxious staff had been reassured.

MINUTE Feedback from governors was that there was a positive vibe and staff had felt supported particularly around the return to the site. Some staff had found it difficult to have a cut-off point when working from home and had experienced a greater feeling of guilt. Transition plans had been put in place for staff before the return of the pupils and the vaccine roll-out would help provide further assurance to staff.

Challenging Questions on pupil progress for LGBs Summer 2021

Discussion ensued on the posing of a question and the timeliness of the replies. JW reported that the chairs of the three schools had met and discussed the questions posed and would be happy to have a director present at their meetings. Options for response other than by way of the minutes of LGB meetings were discussed. This would allow time for reflection, provide evidence of the responses and detail how the information had been gathered. Responses would be triangulated by the CEO visits.

Directors agreed that a question would be formulated each term by directors at committees and emailed to the LGB Chairs for response on behalf of the LGB.

DECISION Directors agreed that a question would be formulated each term by directors at committees and emailed to the LGB Chairs for response on behalf of the LGB.

Agenda Item 11 ▶ Admission Arrangements

MINUTE Directors received confirmation from JW and YH that the arrangements for each primary school had been approved by their LGB.

Agenda Item 12 ▶ Term Dates 2021/2022

MINUTE Directors received confirmation that the term dates for each school ensured 380 sessions per year. The Headteachers had discussed the alignment of inset days in November 2021.

Agenda Item 13 ▶ Part One CEO Report to Directors

The CEO report had been uploaded to TTG prior to the meeting and LG welcomed questions from directors.

MINUTE The re-opening of school was felt to be the main item and schools felt positive to have full classes back. Lessons learnt from the experience had been shared and remote learning had been discussed with schools. Should a further lockdown be required, use of Microsoft Teams would form the basis of delivery. Any pupils now isolating were accessing learning from their teacher via Teams.

Directors felt it was very positive that pupils isolating were not isolated.

LG was thanked for her report and there were no further questions.

CHALLENGE **Q: Are pupils at all schools using Microsoft Teams for remote access to learning if they are not on site?
A: At Pikemere and Excalibur, and this would be discussed with The Berkeley at LG's forthcoming visit.**

Agenda Item 14 ▶ Director Monitoring visits / Training

Monitoring visit reports

No physical visits were taking place at the moment but would be resumed when possible. Long term it would be a privilege for directors to visit to schools to experience the atmosphere, ethos and warmth.

Update on training taken/ to be taken

MINUTE Directors were informed of GDPR training scheduled on 25th March at 4p.m. for one hour and the availability of accredited coaching training. All schools' LGBs would be represented.

Three places were also available for accredited Learn to Coach training over the Easter holidays with further information available from LG.

Agenda Item 15 ▶ Cheshire East Directors Report

MINUTE Governors confirmed that the spring term report had been read and received assurance that each LGB was taking the actions required.

Agenda Item 16 ▶ MAT Policies and Procedures

Policy Review Cycle update

MINUTE JW reported that she had met with Caroline and Julie from The Berkeley and had examined all the Chancery and school policies which would be aligned. Policies would sit at trust level whenever possible to avoid duplication.

The Scheme of Delegation was also under review to add narrative where any confusion could arise. The new document would be shared with directors and would require directors' approval

There were no MAT policies for renewal at this meeting.

The meeting discussed the alignment of the schools' annual leave year for full-year staff, noting the conflict of interest of JW and YH in this matter. Schools' annual leave years ran on different cycles and there could potentially be an issue with Whizz Kids staff who had transferred into the trust

under the Transfer of Undertakings (Protection of Employment) Regulations 2006 and who were unwilling to change at his time, although were unable to give a reason. Meetings could be scheduled with the relevant staff to ensure they understood there was no disadvantage. SC offered his support and advice and John Cook Lawyers had also offered to speak to staff.

Directors agreed the alignment of the schools' annual leave year for full-year staff to run from September to August annually.

DECISION Directors agreed the alignment of the schools' annual leave year for full-year staff to run from September to August annually.

Agenda Item 17 ▶ GDPR Update

MINUTE A report from the DPO (John Cook) was received and was available on TTG. No incidents of note had been recorded. However, policies and training would be reviewed. A Data Protection package was being investigated for Pikemere and Excalibur. The Berkeley felt that GDPR could be managed at school level and their system was felt to be sufficient.

CHALLENGE **Q: How can GDPR be monitored if two systems are in operation?**
A: Compliance software will be purchased to align policies and processes around data protection.

Agenda Item 18 ▶ Meeting Dates

MINUTE The date of the next strategy meeting of Chancery Trust Directors was agreed as May 5th 2021 with the next Directors' meeting taking place on 14th July 2021.

Agenda Item 19 ▶ Any Other Business

MINUTE There was no further business for discussion.

Agenda Item 20 ▶ Impact Statement

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

- The decision to appoint new directors, subject to agreement of the Members, would further strengthen the board.
- The meeting had agreed to refine interaction with LGBs through their questions.
- The Chancery Trust Vision and Values was discussed in detail and agreed, with consent for movement to the next steps to arrive at a vision and values statement which would be owned by all schools in the trust.

MINUTE Peter Gough and Anna Russell left the meeting at 18.52.

Anna Russell expressed an interest in joining the Board of Directors.

Directors agreed the appointment of Anna Russell with effect from 22nd March subject to the agreement of Chancery Trust Members.

JW and YH left the meeting.

The Part One meeting closed at 18.54.

DECISION Directors agreed the appointment of Anna Russell with effect from 22nd March subject to the agreement of Chancery Trust Members.

Governor Agreed Actions set during this meeting: 0

Directors Meeting Spring 2021 Pt1 *dated: 22/03/2021*
Minutes approved by Jenny Whiston