



## Directors Meeting Minutes 22/09/2021

▶ Virtual ▶ Wednesday, September 22, 2021 ▶ 17:30 ▶ Chair: Steven Coles ▶ Clerk: Sue Lambeth

**FINAL: The minutes are confirmed and locked.**

Governors Attending: >Elizabeth Martindale, Jenny Whiston, Ros Caulfield, Steven Coles, Sarah-Louise Gohr, Alison Hattersley, Joanna Longman, Anna Russell,

Governors Apologies: >Absent no response: 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 17.32.

**MINUTE** The clerk welcomed everyone to the meeting.

No apologies had been received. Mark Whitfield was not in attendance.

### 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** Directors were requested to keep profiles on Trust Governor up to date. Declarations of Interest and related party transactions would be reviewed and reported after each directors' meeting.

One related party transaction was in existence which related to Blue Skies Coaching Ltd, the supplier of Chancery Trust coaching, of which MW's wife was a director. The contract had gone to be signed and this would be reported to the DfE.

**ACTION** To update profile on TTG (JW and MW)

### Agenda Item 3 ▶ Membership

The meeting noted the resignation of Nikki Ratcliffe with effect from 22nd September 2021.

#### Board of Directors and Members Board membership

Under the newly updated Academy Trust Handbook, JW must cease to be a director from March 2022. This would now leave two vacancies.

Directors were requested to complete and return the self-review document to RC as soon as possible for analysis in order to assist with succession planning.

There were no changes to the membership of the Chancery Members Board.

**MINUTE** AH joined the meeting at 17.38.

It was agreed that the Finance Committee would consist of MW, AH and JL.

It was agreed that the Audit and Risk Committee would consist of AR, MW and SC.

Further recruitment at board level would be required and feedback from the self-review could assist in identifying strengths. Academy Ambassadors and Chancery contacts would be investigated.

It was agreed that the Standards Committee would consist of JL, RC and LW.

**ACTION** To write a letter of thanks to Nikki Ratcliffe for her valued contribution to Chancery Trust Board of Directors (RC)  
To pursue recruitment of directors through Academy Ambassadors and other avenues. (JW/LG)

**DECISION** It was agreed that the Finance Committee would consist of MW, AH and JL.  
It was agreed that the Audit and Risk Committee would consist of AR, MW and SC.  
It was agreed that the Standards Committee would consist of JL, RC and LW.

### Agenda Item 4 ▶ Election of Chair, Vice Chair and Committee Chairs

**Steven Coles**, nominated by LM and seconded by AR, was duly elected as **Chair of Chancery Trust Board of Directors** for the academic year 2021-22.

SC took over the meeting from this point and thanked directors.

**Liz Martindale**, nominated by RC and seconded by JL, was duly elected as **Vice Chair of Chancery Trust Board of Directors** for the academic year 2021-22.

**MINUTE** **Alison Hattersley**, nominated by SC and seconded by JL, was duly elected as **Chair of Chancery Trust Finance Committee** for the academic year 2021-22.

**Mark Whitfield**, nominated by JW and seconded SC, was duly elected as **Chair of Chancery Trust Audit and Risk Committee** for the academic year 2021-22.

**Joanna Longman** was confirmed as the **Chair of Chancery Trust Standards Committee** for the academic year 2021-22.

**DECISION** Steven Coles, nominated by LM and seconded by AR, was duly elected as Chair of Chancery Trust Board of Directors for the academic year 2021-22.  
Liz Martindale, nominated by RC and seconded by JL, was duly elected as Vice Chair of Chancery Trust Board of Directors for the academic year 2021-22.

Alison Hattersley, nominated by SC and seconded by JL, was duly elected as Chair of Chancery Trust Finance Committee for the academic year 2021-22.

Mark Whitfield, nominated by JW and seconded SC, was duly elected as Chair of Chancery Trust Audit and Risk Committee for the academic year 2021-22.

Joanna Longman was confirmed as the Chair of Chancery Trust Standards Committee for the academic year 2021-22.

#### Agenda Item 5 ► Part One minutes of the previous meeting, matters arising and actions

The minutes of the Directors' meeting held on 14<sup>th</sup> July 2021 were reviewed and 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 reviewed and updated. The following points were highlighted:

#### MINUTE

- YH had spoken to the Central Services Team regarding the creation of a trust absence insurance fund in order to establish the contribution from each school based on Full Time Equivalents (FTEs) for staff. Payments out would be on the same basis as SAS insurance. JW had explored alternatives for staff assistance programmes, and after discussion it had been agreed to proceed on a 'pay as you go' basis.
- The attendance of directors at LGB meetings would be discussed with the LGB Chairs week commencing 27<sup>th</sup> September.
- Key financial indicators were to be discussed at the directors' and governors' training, followed by analysis of the outcome of the DfE benchmarking in order to establish key benchmarking indicators to be used.

#### Agenda Item 6 ► Chair's Action and Correspondence

Chair's actions were of a confidential nature and would be reported in Part 2 of the meeting.

#### MINUTE

The Board of Directors **agreed** the delegation of the Power to Act on behalf of the Board of Directors to the Chair / Vice Chair.

#### DECISION

The Board of Directors agreed the delegation of the Power to Act on behalf of the Board of Directors to the Chair / Vice Chair.

#### Agenda Item 7 ► CEO Report

LG gave a verbal report in view of the short length of time since the July full report.

#### Chancery Strategic Plan 2021 -2024

The document detailing the aims of the trust had been shared via TTG, and which now included a Wellbeing and Workforce section. Directors were requested to visit schools to meet the school champions and to discuss what the trust meant to them in terms of values. A professional logo would be produced from pupils' work on graphics to convey the meaning of Chancery Trust.

#### Standards Section

- This was based on the collated spring and summer data and examination of the individual schools.
- Schools have individual development plans.
- Areas for development across the trust had been identified for focus.
- The Early Years Foundation Stage (EYFS) new curriculum would be a focus area.
- Special Educational Needs and Disability (SEND) would be a key area and high profile, with an external review to take place in the autumn term to shape an action plan.
- Wellbeing and Workforce would continue with a focus on the trust talent pool and the development of staff and succession planning.
- Growth and collaboration would look at organisational change, and area in which AH had provided input. A Staff Voice could be set up and the many networking opportunities exploited. The trust had been chosen as a delivery partner for new national programmes related to career development from Early Career Teacher to Executive Leader and would be providing training.
- Governance and finance would be developed, with Jenny Whiston and Julie Richardson in Central Team positions. The Trust Capacity Funding (TCAF) application had been submitted requesting the maximum amount to support growth. A response from the Regional Schools Commission was awaited.
- Directors agreed that linking directors to parts of the development plan was a very good idea.

#### MINUTE

#### Trust Headlines

- The Chancery Central Team was working well and enabled greater capacity across the trust, together with greater commonality of approach e.g. recruitment.
- Coaching was proving extremely popular.

#### Trust assessment results 2021

- Patterns had emerged, and the bottom 20% of pupils, Year 6 and the current Years 1 and 2 would be discussed at Standards.
- School categorisation visits based on Chancery standards were taking place, with a category agreed with the school based on areas such as performance data and safeguarding. This open dialogue enabled identification of support needed.

A Staff Wellbeing survey had been completed at the end of the summer term and used to shape priorities to improve the wellbeing of the school which were included in the Trust Development Plan. Some communication concerns had been raised which would be investigated further. The establishment of a Staff Voice would assist.

The Letter to the Accounting Officer summarised the changes to the Academy Trust Handbook. Discussion of the appointment of a director to have an overview of Estates and Health & Safety and an external review of governance and cybercrime had taken place. YH confirmed that most changes had been addressed in changes to the Accounting Procedures which would be circulated to schools.

**Q: How are the Headteachers and teams since returning?**

**A: It has been hard work and extremely busy due to the continued presence of Covid. However, conversations are now taking place around school improvement, good feedback has been received from staff and the trust feels positive.**

#### CHALLENGE

**Q: Is there a dashboard of key performance indicators for standards and outcomes against categories?**

**A: Yes. I-track is used across the schools and dashboards will be available for consideration by the Standards Committee. The central team meets each Monday and are investigating efficient ways of gathering dashboard information without adding to staff workload. It is acknowledged that the focus for the Headteachers must be Teaching and Learning.**

#### Agenda Item 8 ► Finance Report

#### MINUTE

There was no report for this meeting as the previous one for July had been circulated in August. There were no changes to the budget or forecast for the future.

No queries had been received from Directors.

All schools had RPA Insurance Coverage paid through General Annual Grant (GAG) funding.

The Academy Trust Handbook 2021 had been uploaded to Trust Governor.

#### Risk Listing Review

The Risk Listing from the last Audit and Risk Committee was attached to the July and August accounts showing changes.

**Q: Is a Central Team business continuity plan in place?**

**A: This is being finalised after extensive discussion and will be circulated to directors shortly.**

**CHALLENGE**

**Q: Is there a tendency to overcautiousness with the Risk Listing?**

**A: Possibly, yes. In the colour coding system green designates the degree to which risk is under control and points addressed. Some amber points have just not been reviewed for a period of time. There was no report for this meeting as the previous one for July had been circulated in August. There were no changes to the budget or forecast for the future.**

**Agenda Item 9 ► Estates and Health & Safety Report**

The meeting received a trust Estates and Health and Safety Report from the 'Every' system shared by JW. This area was currently managed by the Central Team as there was no Estates Manager at present. Cyclical management tasks from Every were shared. No one school was all coded red.

YH explained the tasks sitting below the report e.g. caretaker's daily, weekly and monthly tasks. The current report showed those tasks to be monitored at trust level, although a more detailed report such as that described should be shared with the LGBs. This could be a discussion point with the Link Director.

YH pointed out that any H&S issues would be covered by the purchase of the Cheshire East (CE) schools annual review offer. The annual reviews could then be checked against the report from Every.

The meeting discussed the remit of a Link Director and agreed that this skill set could be considered for future recruitment.

**MINUTE**

Sustainability strategy (including getting the Trust to net zero for CO2 emissions)

Whilst engagement with this was not compulsory due to the number of staff, it was felt that it should be considered. All schools had requested the energy supplier to provide Streamlined Energy Carbon Reporting (SECR) which would then be considered by the central team. This will become increasingly important, and opportunities to share expertise should be explored.

AR offered to provide LGBs with ideas for a feasible starting point. Ideally a strategy should be developed.

AH left the meeting at 18.30.

Condition Improvement Fund Bids

The bid for The Berkeley had been approved, but those for Pikemere and Excalibur were being appealed.

**ACTION**

To add the appointment of a Link Director for Estates and Health and Safety to the agenda for December. (Clerk)

**CHALLENGE**

**Q: Do the LGBs have an Estates and Health and Safety Report from Every?**

**A: It will be presented after discussion on the information to be presented to the schools.**

**Q: Should the board of directors monitor the items relating to Estates and Health and Safety on this list?**

**A: The central team should monitor the red areas and report back to the board. Sampling of greens could be considered.**

**Agenda Item 10 ► Reports from Committees and Link Directors**

Safeguarding

EM, in her role as Safeguarding Link Director, gave an update and highlighted the following points:

- New Keeping Children Safe in Education (KCSiE) statutory guidance had come into force from 1<sup>st</sup> September with many changes.
- A document clearly showing clearly the updated areas had been uploaded to TTG with links which capture some of the key points. Links had been sent to chairs of governors. Key points in the document had been highlighted for particular attention.
- Directors had to ensure all safeguarding and child protection policies had been updated to reflect changes.
- Documents had to be approved by LGBs.
- All staff should have had an update on the key changes and were required to sign to say they had read Part 1.
- Links with other policies e.g. safeguarding, behaviour and staff behaviour should be checked.
- The CE Director of Children's Services report for Autumn 2021 contained useful notes on governor recommendations.
- Directors should be aware of their responsibilities in relation to the significant raising of the profile of sexual violence and harassment in schools and were recommended not to assume it didn't happen.

**MINUTE**

EM proposed that once safeguarding governors were in place at schools she would meet with them.

SEND

There was nothing to report.

Standards Committee

There was nothing to add to the minutes of the last meeting.

Finance Committee

There was nothing to report.

Audit and Risk Committee

There was nothing to report.

**ACTION**

To re-read Part 1 of the Keeping Children Safe in Education (KCSiE) statutory guidance on TTG. (All)

**Agenda Item 11 ► Cheshire East Director of Children's Services Report**

Those present at the meeting confirmed they had received and read the document and were satisfied that each school's LGB were taking the actions required.

**MINUTE**

The document had a helpful layout including columns for recommendation to governors.

JW would produce a one page summary and shared an example with the meeting. In future it would be discussed with LG and the Central Team, to ensure that the necessary checks were in place at school level.

**Agenda Item 12 ► Director self-review and training**

Self-review Update

RC would be collating documents and discuss with SC.

Training undertaken or to be taken

**MINUTE**

- EM advised she would be trialling safeguarding training on Every.
- SEND training was scheduled on 11<sup>th</sup> October for SEND link governors and directors, with invitations issued to other schools.
- Finance training was scheduled for 12<sup>th</sup> October for governors.
- Training should be recorded on TTG.

**Agenda Item 13 ▶ MAT Policies**

JW advised that as per the policy review cycle, the following policies were due for review. As there were so many, it was agreed to send any that require Board approval to Directors over the course of the next few weeks via Every:

**FINANCE:**

- Anti-Fraud
- Competitive Tendering
- Charging and Remissions
- Financial Procedures
- Gifts and Hospitality
- Governor and Trustee Allowances
- Investment
- IR35
- Pooled Funding and Appeals
- Risk Management
- Travel and Expenses
- Whistleblowing

**HR****MINUTE**

- Equal Opportunities
- Equality Information and Objectives
- Lone Working
- Pay - Teachers
- Pay - Support Staff
- Pension Discretions
- Staff Disciplinary and Conduct
- Staff Grievance
- Teacher Appraisal

**COMPLIANCE**

- Contingency and Business Continuity Planning
- Data and Cyber Security breach prevention and management
- Data Protection

The meeting considered the **Data Protection Policy** the changes in which were explained by JW. Directors had no comments.

**Directors approved the Data Protection Policy.**

**ACTION** To send the Accounting Procedures Policy to JW for uploading to Every. (YH)

**DECISION** Directors approved the Data Protection Policy.

**Agenda Item 14 ▶ Minutes from Local Governing Boards**

The meeting noted the minutes of the [Excalibur LGB 14 June 2021](#) and had no comments.

**MINUTE** [Discussions with LGB Chairs on the attendance of Directors at LGB meetings](#) would continue at the meeting week commencing 27<sup>th</sup> September.

**ACTION** To add further discussion on the attendance of Directors at LGB meetings to the agenda of the December meeting. (Clerk)

**Agenda Item 15 ▶ Committee Terms of Reference**

The meeting **confirmed** the Standards Committee Terms of Reference following the recommendation by the committee at their meeting in June 2021 (see p26 of the Scheme of Delegation).

**MINUTE** The meeting **confirmed** the LGB Terms of Reference following the approval of the Scheme of Delegation in July 2021 (see page 30 of SoD).

The meeting noted that that Finance and Audit and Risk Terms of Reference for 2021/22 would be reviewed later in the term.

**DECISION** The meeting confirmed the Standards Committee Terms of Reference following the recommendation by the committee at their meeting in June 2021 (see p26 of the Scheme of Delegation).  
The meeting confirmed the LGB Terms of Reference following the approval of the Scheme of Delegation in July 2021. (see page 30 of SoD).

**Agenda Item 16 ▶ Meetings**

The following meetings were confirmed:

Chancery Trust AGM

- 15<sup>th</sup> December 2021

Chancery Trust Directors

- 1 December 2021
- 23 March 2022
- 13 July 2022

Audit and Risk Committee**MINUTE**

- 16 November 2021
- 7 March 2022
- 20 June 2022

Finance Committee

- 22 November 2021
- 7 March 2022
- 20 June 2022

Standards Committee

- 30 September 2021

All meetings were shown on The Trust Governor calendar.

**Agenda Item 17 ▶ Any Other Business**

**MINUTE** There was no other business.

**Agenda Item 18 ▶ Impact Statement**

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

- The safeguarding update from the Safeguarding Link Director ensured a greater understanding on the requirements of the directors to ensure the safety of staff and pupils.
- Directors were re-assured that the implementation of the Chancery Trust standard was a major focus for pupils and staff.
- The priorities of the Trust Development and School Improvement Plans were no longer Covid dominated and allowed progress in key areas.
- The consideration of sustainability and estates reporting and the decision to move towards a plan of action would benefit the pupils of the trust in the future.

The Part One meeting closed at 18.57.

**Governor Agreed Actions set during this meeting: 0**

Directors Meeting Autumn 1 2021 Pt1 *dated: 22/09/2021*  
Minutes approved by Steven Coles