

The Heath Family (NW) Multi Academy Trust
PART I - Minutes from the MAT Board meeting held on
Thursday, 7th November 2019 at 9.30 am

| Present: Helen Stevenson (Chair), Morag Davies, Alison Duckworth, David Donnelly, Jane Ainsworth, | | Apologies: Edward Vitalis, Anantha Subramanayam, Karl Smith | | Non attenders: | |
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| | | | | Clerk: Trish Roberts | |
| Items | Discussion | Action | Who | When | Notes |
| 1. Welcome, introductions & apologies | <p>Ms Stevenson welcomed everyone to the meeting.</p> <p>Apologies were accepted from Mr Edward Vitalis, Mr Anantha Subramanayam and Mr Karl Smith.</p> <p>Ms Stevenson reported that since the last Board meeting Mr Jeremy Barnes had stepped down as a Trustee (it was noted that Mr Barnes had advised 12 months+ earlier that it was his intention to do so (personal reasons), but had kindly agreed to stay on so as to strengthen the Board during the particular challenges it was facing at that time. Trustees gave a note of thanks for the contribution that Mr Barnes has made during his term of office, and it was agreed that a letter of thanks should be sent to acknowledge this.</p> | Letter of thanks to be sent to J Barnes | H Stevenson/ P Roberts | ASAP | |
| 2. Declaration of Business and Pecuniary Interests | <p>Trustees received an electronic copy of the current Register of Business Interests and it was noted that declaration forms for 2019/20 have been completed by all Trustees.</p> <p>Trustees confirmed that there were no changes in relation to their declared interests:</p> <p>Helen Stevenson – Partner/Sole Proprietor of Satis Education, Contract with another Trust in the area (Frank Field Education Trust)</p> <p>Morag Davies – Director of M & P Business Solutions Ltd</p> <p>Alison Duckworth – Director of Epona Marketing Ltd, Trustee at Acorn Trust</p> <p>David Donnelly – Member at Pioneer Multi Academy Trust</p> | | | | |
| 3. Review/agreed Terms of Reference for | B&F Trustees reviewed the Terms of Reference at their meeting on 17.10.19 and the E&S Terms of Reference were reviewed via email by the Board. Following these review processes the updated copies were circulated electronically for final approval. Trustees | Chair of the Board to sign the agreed Terms of Reference | H Stevenson | Following this meeting 07.11.19 | |

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| | <p>Aspire Trust: Mr Donnelly advised that Aspire Trust are not working with Halsnead and therefore this item was no longer current. Trustees agreed and asked that the item be removed.</p> <p>Pupil Numbers: Trustees noted that pupil numbers were included in the CEO report.</p> <p>Sub-Committee Meeting Times: Trustees agreed to change this item back to Amber, as this action point will need to be readdressed once the Board is up to full capacity.</p> | | | | |
| <p>6. Chair's Action</p> | <p>A board paper entitled Chair's Action and Governance Update 06.11.19 was circulated to Trustees. The paper outlined any Chair's Actions that have taken place since the previous MAT Board meeting (20.09.19) and an update on Governor appointments, resignations and recruitment processes currently taking place to address the vacancies.</p> <p>Trustee Vacancies: Mr Donnelly advised that the focus was on recruiting Trustees with an educational background, he then went on to speak about some possible candidates (highly experienced educationalists with proven track records) that may be good to approach with a view to applying for the role, and also updated Trustees with regards the expressions of interest received so far; including the applications that have been submitted. Mr Donnelly went on to explain that when the Trust was originally looking at Trustee recruitment the focus was around strengthening the key area of Finance, and following the recent resignations there was now a need to rebalance the membership, and therefore this was the reason why the focus was on Education. Trustees then enquired about the recruitment process itself; Mr Donnelly explained that Members will interview candidates, and Ms Stevenson confirmed that both she and Mr Donnelly were due to meet with the Members following this meeting and therefore would have the opportunity to discuss the recruitment process further during this meeting. Ms Stevenson went on to explain that the two candidates who have completed applications are known to her, and also advised that they are highly skilled and that she would have no hesitation in recommending them.</p> <p>Q: Are you only looking at Education or would you be willing to appoint a further Trustee with Business/Finance experience?</p> <p>A: We have strong Trustees in terms of Business/Finance, but need to ensure we have a breadth of experience across the Board; it should also be noted that one of the candidates is a current Headteacher and therefore if successful would bring an understanding of both finance and education. It was also noted that when candidates</p> | | | | |

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| | <p>apply for the role they will be asked to complete a skills matrix; this is then used to ensure collectively the Board has got the right skills around the table.</p> <p>Discussion then followed regarding the current gender split within the Board; Trustees noted that it was really positive in terms of gender equality as the Board currently have a 50/50 split.</p> <p>Governor Appointments: Mr David Cooper – Trust Appointed Governor (SWS) Mrs Tracey McKeating – Trust Appointed Governor (LHS) Mr Daniel Rankin – Trust Appointed Governor (LHS)</p> <p>Governor Resignations: Ms Denise Allen – Chair of Governors and Trust Appointed Governor (HPS) Mrs Lisa Almond – Trust Appointed Governor (THS)</p> <p>Governance Vacancies: Trust: 2 x Members, 3 x Trustees LGB’s: 6 Trust-Appointed Governors, 1 x Parent, 1 x Staff</p> | | | | |
| <p>7. CEO Report - Nov 2019</p> | <p>Trustees received electronic copies of the CEO Report (dated November 2019) prior to the meeting. Mr Donnelly reported:</p> <p>Overall – There is no change to the Trust’s overall grading, although it was noted that the Trust continues to meet its milestones and the recovery plan remains on track.</p> <p>Governance – Trustees suggested that governance should be moved to a Red rating as a result of the number of governance vacancies the Trust currently has. Following discussion it was agreed that the report should be amended to reflect this.</p> <p>Trustees also noted that at the last B&F Committee meeting the issue of Link Trustees was discussed, and from these discussions it was proposed that as an interim measure, Trustees would look to link to priority schools initially, with a view to rolling out to all schools once the Board was up to full capacity. The Board discussed the proposal further and agreed that this was the best way to move forward on this issue; Trustees also discussed which Trustees would be best placed to support each of the schools and as such the following Trustee links were agreed:</p> <p>Litherland High School – Helen Stevenson Sir William Stanier Community School – Morag Davies</p> | <p>CEO Report to be amended to reflect the agreed changes</p> | <p>Mr Donnelly</p> | <p>This point forward</p> | |

The Prescot School – Karl Smith
Halsnead Primary School – Edward Vitalis

Ofsted – Mr Donnelly advised that due to there being no further inspections expected the Ofsted grading had been moved to Amber. He then went on to update Trustees in relation to the inspections that had taken place at Halsnead and Sir William Stanier Community School.

HPS: Mr Donnelly advised that it was a considerable achievement for the school to receive the grading they did, especially when taking into account the challenges the school has faced during the last 12 months. Mr Donnelly stated that this was a testament to the Headteacher and her team; a vast amount of work is still to be done but the direction of travel is good.

Discussion followed regarding the new Ofsted report format.

SWS: Mr Donnelly advised that again the outcome was good, in that although the school remains on the same grading, there is a belief that it is heading in the right direction.

Mr Donnelly also advised that reports will be published within the next few weeks.

Q: What access to training relating to the new framework have school leaders had? There is a training session planned for primary Principals, and school leaders were also invited to attend the workshop delivered by Eileen Mulgrew, HMI. It was also noted that unfortunately due to work commitments Mr Vitalis had not been able to attend the workshop and had therefore asked whether a further session could be arranged. Mr Donnelly informed Trustees that he will look to arrange a twilight session led by Louise Smith the training provider leading the primary principals' session. Trustees thanked Mr Donnelly for arranging the training sessions; but also advised that until the additional training session has taken place it was their opinion that the Ofsted grading should revert back to Red. All agreed

Safeguarding – Mr Donnelly advised that there were no notifiable safeguarding issues in the schools to report, although Trustees should be aware of the issues surrounding the former Chair of the Board. Mr Donnelly then went on to assure Trustees that it was clear that all appropriate checks and procedures were followed and were in place; Mr Donnelly also advised that some actions had come out of the review report and therefore it may be appropriate to move the grading to Amber for this report, and then reassess for the Spring Term report.

Mr Donnelly also reported that the Trust was not made aware of the investigation prior to the newspaper report, and therefore as soon as he was aware of it, contact was made with both the Police and the LADO. The police advised that they did assess whether to contact the Trust during the investigation, but as they were assured that there had been no contact between the defendant and the children within the Trust, a decision was taken not to inform the Trust. Mr Donnelly voiced concerns regarding this decision, stating that there was the potential for contact still to be made during the investigation as the Trust and its schools were totally unaware.

**Q: Do the offences date back to when he was on the Trust Board?
Yes the offences do. PC resigned as Chair in March 2018 but stayed on as a Member. In April 2019 PC contacted the Trust indicating his intention to stand down with immediate effect, stating that it was due to ill health. We are now aware that this was around the time that the investigation began.**

Discussion followed regarding the impact that this has had on the Trust, Staff and Trustees. Mr Donnelly explained that the news story was published in the Chester Chronicle on the night of The Heath School's Open Evening, but thankfully there was not much interest regarding it. Ms Davies also advised of the impact it had on her in terms of working within the same office area as the Chester Chronicle team. Mr Donnelly also highly praised the PR advice/support that had been provided by Ben Peck.

Q: As The Heath have had the longer term association with PC, do we need to do anything else relating to this, ie write out to parents?

A: No, the issue has been dealt with and if we start issuing details/information it would probably cause more harm than good.

Ms Stevenson thanked Mr Donnelly and the central team, Mrs Ainsworth, the school staff and governors for their contribution and support in dealing with this issue. Ms Stevenson also thanked Mrs Roberts for ensuring all appropriate safeguarding checks and procedures were in place.

Trustees also added their concerns to those of the CEO with regards to the lack of communication from the Police to the Trust when they were carrying out such serious investigations relating to safeguarding, especially when considering the role PC held within the Trust and the clear risks associated to it. Mr Donnelly agreed to draft a letter to the police stating the concerns that had been raised, a copy of which will be shared with Ms Stevenson.

HR – Mr Donnelly explained that although there will always be HR issues within a Trust of this size, there is nothing going on outside normal procedures that Trustees need to be made aware of. Mr Donnelly also referenced that HR has improved quite a lot since the appointment of the Trust’s HR Manager; in terms of capacity etc. Trustees also noted that staff absence still remains high when compared to national average rates.

Complaints – Mr Donnelly reported that the two complaints referred to in the report were still in process.

Buildings – Mr Donnelly reported on the Trust’s capital build (see PART II minutes for details of full discussion).

Governance – Mr Donnelly updated Trustees in relation to governance at HPS (see PART II minutes for details of full discussion).

School Improvement – Trustees received electronic copies of the following documents:

- Trust Status Report – Primary
- Trust Status Report – Secondary
- Trust Quality Assurance Processes
- Trust QA Reporting Process

Mr Donnelly explained the rationale behind the Status Report documents, explaining that the documents received were summary versions specifically generated for Trust level discussion. Mr Donnelly explained that a similar report will be produced for schools which will in turn synch with LGB agenda’s. Mr Donnelly then went on to explain the format of the report in detail; making reference to further adaptations to the report, ie adding standard questions for governors. Mrs Ainsworth reported that she has shared some standard questions with the Company Secretary, and is happy to send this document to the Director of T&L.

Discussion followed regarding dates of data captures, with Trustees noting that this of particular importance in terms of balancing workload against accessing data at appropriate times.

Secondary Status Report

Mr Donnelly drew Trustees attention to:

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| | <p>Page 2 – Attendance; it was noted that there had been improvement in the attendance figures at LHS/THS, a decrease in TPS and no change at SWS. Discussion then followed regarding TPS and pupil premium funding.</p> <p>Page 4 – Exclusions; it was noted that exclusions figures across the Trust showed a good improvement when compared to this time last year. Mr Donnelly also drew Trustees attention to the significant improvement at SWS specifically, in that their exclusion figures were now at national average.</p> <p>Primary Status Report Mr Donnelly drew Trustees attention to:</p> <p>Page 2 – Attendance; it was noted that all primary attendance figures had improved, with significant improvement taking place at BWP. Mr Donnelly advised that attendance has improved right across the Trust, but that persistent absence (pa) still remained high. Discussion followed regarding how pa figures could be improved; Mr Donnelly reported that the Executive Team are looking at how to address this, including the need to further investigate the data to split it down into categories in order to highlight the areas of need, ie a child who has low pa due to medical reasons will need a different type of support/ intervention to those children who are disengaged from education. Ms Stevenson spoke about the need to look at vulnerable groups, and the importance of drilling down into the data. Discussion also took place in relation to schools that have small cohorts and the impact that a child’s absence can have on the figures; it was noted that in these cases data can be skewed dramatically.</p> <p>Trustees thanked Mr Donnelly and Ms Black for the documents, stating that they were really clear to follow and were very informative.</p> | | | | |
| <p>8. Reports from Trust Sub-Committees</p> | <p>Business & Finance In Mr Vitalis’s absence, Mr Donnelly provided a brief summary on the key matters that had been discussed at the last B&F meeting (17.10.19), details of which included:</p> <p>Condition Survey – at the next B&F meeting a programme on how the funding can be allocated will be shared with Trustees.</p> <p>Budget 2018-19 – the Trust came in on budget in 2018-19; it was noted that this was a remarkable feat especially when you take into account the significant changes that occurred during the year. Mr Donnelly reported that the Trust is one year down within its recovery plan and remains on track.</p> | | | | |

Mr Donnelly also advised that it has been a pretty difficult year for schools, but data was looking positive, and therefore it was good to see that there hadn't been any adverse effects.

A new financial digest report has been introduced and the Executive Team have worked hard to reach this position. B&F Trustees advised that they found the new format really helpful both in terms of accessibility and intelligibility. Mr Donnelly stated that he really appreciated the work of Judith McConville and Craig Parkinson in ensuring the report is now set at the right level for Trustees, ie identifying key expenditure and risks so that Trustees can really focus in.

Supply Cover – the Trust has signed up with The Supply Register for the provision of supply cover, and the initial signs are positive. Levels of cover have dramatically reduced at SWS & LHS; Mr Donnelly feels that this is partly due to the work that David Yates has carried out; Mr Yates' philosophy is that any funding spent on supply cover is lost funding for the children of that particular year, and therefore he tries to keep supply cover to the absolute minimum. Mr Donnelly also spoke about how SWS staff should be praised as they volunteered to cover absent staff themselves; their rationale being that children at SWS relate better to the staff they know and therefore educational and behaviour outcomes are much improved when SWS staff are in front of the class.

Q: Where there have been significant changes like these, is there a subtle mechanism in which we could canvass staff to find out how they feel about it?

Discussion followed regarding the work being carried out at SWS, and the appreciation that should go to the staff for their response to such a significant issue; ie exclusions and behaviour issues were spiking, they discussed interventions that could be used and decided on this course of action. Trustees voiced their appreciation but also asked that checks take place to ensure that this is not impacting on their work. Further discussion followed regarding supply cover options including how cover supervisors are used within our schools.

Curriculum Sequencing/Planning – the Executive Team are reaching a critical phase of working and are looking at ensuring the best person is there to deliver it.

Teachers Pay Policy – has been updated as per national pay and conditions and the B&F committee were happy to accept the changes as stated. The policy has also been shared with JCNC members, and there have been no comments received from them. Mr

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| | <p>Donnelly explained that the final stage was for the Board to formally approve the policy. All Trustees present agreed to approve.</p> <p>RESOLVE: that the Teachers Pay Policy 2019-20 be approved as of 07.11.19</p> <p>Education & Standards</p> <p>Ms Stevenson reported that due to Trustee capacity the calendared E&S meeting on 16.10.19 had been cancelled. Ms Stevenson also confirmed that Trustees are being kept abreast of E&S issues by receiving detailed updates via the regular meetings that take place between the Chair, Vice Chair and CEO.</p> <p>Ms Stevenson went on to confirm that she had found the draft reports really helpful but enquired whether there was anything that could be offered in terms of a workshop on Data. Discussion followed regarding when the training could be scheduled and who could deliver it (ie Trustee with educational background or Director of T&L).</p> | | | | |
| <p>9. Safeguarding Report</p> | <p>Trustees received a copy of the Safeguarding Update produced by the Trust Safeguarding Lead</p> <p>Mr Donnelly explained that the Trust Safeguarding Lead (Mrs Rowlands) and the Lead Trustee for Safeguarding (Mr Vitalis) had discussed the document prior to it being sent out with the meeting papers. Mr Donnelly also explained that an update will be brought back to the Board at the end of Spring term.</p> <p>Q: Is there sufficient capacity in terms of the Trust Safeguarding Lead? A: This role was for 2 days per week last year, but following financial review a reduction was made, which brought it down to 1 day per week this year. The main focus of the role is on compliance checks and support for any safeguarding issues. Mr Donnelly advised that at this point he feels the time allocated is enough to complete what is expected.</p> <p>Trustees also agreed that based on this safeguarding report, the RAG rating within the CEO Report should be moved to Amber.</p> | | | | |
| <p>10. Risk Register</p> | <p>Trustees received a copy of the current Risk Register</p> <p>Following discussion it was agreed that due to the current Member/Trustee vacancies, item 2 should be moved to an Amber rating.</p> | <p>Risk Register to be amended to reflect the agreed change</p> | <p>D Donnelly</p> | <p>ASAP</p> | |

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| | <p>Discussion also took place around item 4, whereby Trustees agreed to wait to see what happens following the publication of the recent Ofsted reports prior to reviewing the rating further.</p> <p>Trustees agreed that all other items should remain the same.</p> | | | | |
| <p>11. Articles of Association and Scheme of Delegation</p> | <p>Trustees received a copy of the Trust’s current Articles of Association and a track changed version showing the differences in comparison to the most recent model Articles produced by the DfE (Dec 2017). A Board paper was also produced for Trustees, outlining the colour coding shown on the track change document, the proposal and next steps should the document be approved.</p> <p>Mr Donnelly reported on the document and explained that most of the changes were administrative and “tidy up” from previous versions of the Articles in circulation or were to provide greater clarity for any avoidance of doubt. The largest changes were in relation to Section 67A – 67E (The removal of the power for Trustees to suspend a Trustee aligns the Articles with established practice towards directors in other sectors as covered by Company Law.) Trustees also noted that the Trust moved to the most recent Trust’s funding agreement when the FNTI was issued.</p> <p>Trustees reviewed the documentation and discussed the options available; Trustees agreed that with the last update being 4 years ago, it would make sense for the Trust to move to the December 2017 updated model Articles, thereby also bringing them in line with the funding agreement.</p> <p>RESOLVE: that Trustees take the December 2017 updated Model Articles of Association to the AGM on 16.01.19, to seek formal approval to proceed from the Members.</p> <p>High Level Division of Responsibility Document (Scheme of Delegation) Mr Donnelly explained that the main changes had been made within the Pay Progression and Alternative Provision sections. Following discussion Trustees agreed the suggested amendments.</p> <p>RESOLVE: that Trustees approve the High Level Division of Responsibility Document (Scheme of Delegation) as of 07.11.19</p> | | | | |
| <p>12. AoB</p> | <p>There were no AoB to be discussed.</p> | | | | |

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| 13. Meeting Dates & Venues for 2019-20 Schedule | Ms Stevenson suggested that this item is picked up outside of the meeting. Dates of next meetings: B&F: Thursday 19 th October 2019 MAT Board & Visioning Session: Thursday 9 th January 2020 | | | | |
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Meeting closed at 11.30 am

These minutes are approved as a true record of the meeting

Signed:

[Helen Stevenson]

Date: 9th January 2020