

Pathfinder

Multi Academy Trust

**PATHFINDER MULTI-ACADEMY TRUST  
Minutes of the Meeting of the Board  
held on Thursday 30<sup>th</sup> March 2017 at 6.30pm  
at St Lawrence's CE Primary School**

**Present:**

Revd Richard Battersby  
Dr Andrew Clarke  
Mr Andrew Daly  
Mr Ian Dolben  
Mr Paul Durham

Mr John Hattam (Chair)  
Revd Tim Robinson  
Mr John Sharpe  
Ms Alison Smith  
Mrs Claire Theyers

**In attendance:**

Mrs Helen Coles - Headteacher, St Lawrence's CE Primary School  
Mr Glen Duxbury - Finance Director  
Mr Stuart Outram - Headteacher, Hempland Primary School  
Mrs Barbara Kybett - Governor Support Officer - Clerk

**ACTION**

**1. Welcome, Apologies and Consents**

The Chair welcomed everyone to the meeting, with a particular welcome for Claire Theyers, attending her first meeting as a newly appointed director, and for Helen Coles, Headteacher of St Lawrence's, host school for the meeting. Round the table introductions were made.

**2. Declarations of interest**

The following declarations of interest were made:

- Richard Battersby – director of Sentamu Academy Learning Trust
- John Hattam reported that he had been commissioned by the NCTL and the NGA to lead governor training in Manchester.

**3. Minutes of the Meeting held 16<sup>th</sup> February 2017, Action Points and Matters (previously distributed)**

The main minutes were agreed to be a true and accurate record of the meeting and were signed by the Chair.

**Proposed: John Sharpe  
Approved: unanimously**

**Seconded: Andrew Clarke**

Action Points - Main set

| <b>Action</b>  | <b>Agenda Item</b> | <b>Person(s) Responsible</b> | <b>Timescale</b> |
|--|--------------------|------------------------------|------------------|
| 1. Organise staff satisfaction survey to be completed at next MAT-wide twilight session in March | 3                  | HTOB                         | Carried forward  |
| 2. Draft further bullet point covering risk for HTOB to add to the Statement of Principles       | 3                  | Richard Battersby            | Carried forward  |

|    |   |    |               |                 |
|----|---|----|---------------|-----------------|
| 3. | Send slides from RSC's PP to directors                                | 5  | Andrew Daly   | Complete        |
| 4. | Send any amendments to policies to Andrew Clarke                      | 6  | All directors | Complete        |
| 5. | Meet with Jo Sheen to scrutinise policies                             | 6  | Andrew Clarke | Complete        |
| 6. | Initiate procurement process for additional governor at St Lawrence's | 16 | Glen Duxbury  | Carried forward |

With reference to Action Points 4 and 5, Andrew Clarke reported that no further comments on policies had been received from directors. He had worked with Jo Sheen on some policies. Notably, the Staff Discipline Policy had been rewritten and the Attendance Policy was being amended. Directors thanked Andrew for his continuing input into policy review and noted that this was a valuable addition to the Board's work.

#### Matters Arising

There were no matters arising from the minutes.

#### 4. **Correspondence Received**

The Chair reported that a letter had been sent to Andrew Daly from Brian Crosby, CEO of Hope Learning Trust York (HLTY), in which Mr Crosby expressed concern at the RSC's decision to approve Pathfinder's sponsorship of New Earswick Primary School (NEPS). Mr Crosby had understood from the RSC that HLTY would be chosen to sponsor NEPS. Mr Crosby expressed further concern that the Chair of Governors of NEPS, Claire Townson, was a governor at AHS and that Mr Hattam was also an additional governor at NEPS, appointed by the LA. The Chair emphasised that both interests had been fully declared at all times during the process and advised that Andrew would respond to Mr Crosby's concerns. He hoped to sustain the positive working relationship between the two Trusts.

The Chair reported that he had also received notification from the headteacher at Clifton Green Primary, Dave Brown, informing him that governors had agreed to go to consultation on joining the MAT. The Chair had acknowledged this letter and had provided Mr Brown with some comments on the draft letter to parents.

#### 5. **Formal Appointment of St Lawrence's LGC**

The Chair reminded directors that in principle, LGCs had autonomy to govern their own affairs, but as St Lawrence's was currently graded inadequate by Ofsted, the LGC should be formally appointed by the Board. As an additional governor and chair of St Lawrence's LGC, the Chair recommended the LGC for appointment but would abstain from the vote, due to the conflict of interests. He advised that there were four foundation governor vacancies and that filling them was a high priority.

**On the Chair's recommendation, directors agreed to formally appoint the LGC of St Lawrence's CE Primary.**

**Proposed: Andrew Clarke**

**Seconded: Alison Smith**

**For: 9**

**Against: 0**

**Abstentions: 1**

#### 6. **AHS LGC – approval of proposed reduction in size**

The Chair proposed that the size of the AHS LGC should be reduced from twenty to sixteen governors, which would leave one foundation governor vacancy to be filled, as the LGC was already carrying five vacancies.

In support of this proposal, the Chair provided benchmarking data from secondary schools, noting that 80% were governed by boards or committees of fewer than 20 governors. Andrew Daly observed that, with fewer governors who were all

engaged, the business of the LGC was conducted with more focus and challenge. Other directors, who were also AHS governors, supported this view.

**On the Chair's recommendation, directors agreed to formally reduce the size of the LGC at Archbishop Holgate's School from twenty to sixteen governors.**

**Proposed: Tim Robinson**

**Seconded: John Sharpe**

**Approved: For 6**

**Against 0**

**Abstentions 4**

**7. Chair's Report including potential applicants – status update (previously distributed)**

The Chair drew directors' attention to his previously distributed summary of the recent Education Select Committee report on MATs.

*The following discussion on potential applicants is recorded as a confidential minute.*

The Chair encouraged directors to consider how the MAT might deliver its primary focus of positive outcomes for all children in its schools. He suggested that the concept of "positive deviance", where some individuals and organisations, faced with the same constraints and challenges delivered significantly better outcomes by behaving differently, might be used to underpin the MAT's ethos and structures. He further referenced the work of George Ashford who had drawn some lessons from commercial expansion and applied these to MATS, notably :

- in values and delivery: the values of the MAT should be embedded in each school as well as high quality leadership and management
- standards should be upheld using a well defined set of performance measures
- increasing scale would need careful handling.

**8. Executive Head's Report (previously distributed)**

Andrew Daly offered congratulations to Michael Carr and his staff at Heworth Primary on their recent outstanding SIAMS judgement. He thanked colleagues on the Board for their time recently spent in planning for the expansion of the MAT. He drew directors' attention to the tabled Pathfinder News bulletin which would be distributed to all stakeholders and recorded his thanks to Kate Sowter for her input.

Andrew reiterated that admission of Year 7 pupils to AHS was not linked to membership of the MAT. He reminded directors that the update on potential new schools had been covered by the Chair and that he would be taking part in the recruitment process for a new headteacher at Hempland Primary.

Andrew reported that Gillian Wiles, HMI and Director of Education for Delta Multi Academy Trust, had visited for the second time and had also spoken at the recent Headteachers' Conference. Gillian had reported that Ofsted inspections were now focusing particularly on the capacity within senior leadership in schools to maintain a good Ofsted judgement, or improve to outstanding, and also on leadership within the MAT itself. Gillian had reported that within her own MAT, whenever a school received the phone call from Ofsted, senior leaders from other schools would offer practical help which would release the headteacher to concentrate on assembling the necessary paperwork. Andrea Hall had been tasked with organising a network of support for the PMAT schools which could be called upon in the event of an Ofsted inspection. A director asked whether a headteacher might always view such support in a positive light. Andrew responded that the headteacher would of course be consulted. Another director queried how Ofsted inspectors would react to other leaders being in school. Andrew explained that when Ofsted made contact, they would require information about the governance and leadership structures within the MAT and might want to interview leaders

beyond the headteacher and Chair of Governors. Andrew added that inspectors would also undertake a learning walk and would expect detailed data to be provided on each cohort. Andrew advised arrangements were being made for all the PMAT primary headteachers to visit Delta MAT schools.

Andrew highlighted Kate Sowter's facilitating role with the MAT primaries. Stuart agreed that this was working well and was already having an impact.

A director queried whether there was consistency across the MAT regarding the interpretation of data. Andrew advised that this was not yet in place but attention was being paid to floor standards, the ever present risk of being defined as a "coasting" school and the constant need to raise expectations. Stuart advised that as assessment at primary level had recently changed, much of the assessment material was vague and interpretation varied from school to school; this would however improve once more moderation was taking place across the MAT. He confirmed that the primary schools were using different systems and that this would need to be addressed, with ideally the same assessment model being used in all schools, matched to the curriculum. Andrew added that the curriculum model would need to match the cycle of testing.

With regard to Corporate Services, a report from Jake Drummond was tabled. Andrew highlighted the following:

- site management and ICT services across the MAT schools still needed to be finalised
- catering services were in place; staff would receive the living wage
- cleaning services would all be in house by September
- Jo Sheen was keen to buy in a dedicated HR software but the package she favoured was expensive
- Glen Duxbury's workload was too great and this would need to be resolved in the short term.

Andrew reminded directors that he had been tasked at the last meeting with considering a structure for a MAT of fifteen schools. He advised that, with the aid of director colleagues, he had approached the question in two stages:

1. how to consolidate a MAT of eight schools
2. what would need to change to absorb another seven schools.

He described the current structure which would suffice for a MAT of eight schools with three Members and a skills-based Board of ten directors composed according to DfE guidelines, with directors who were heavily invested in schools but equally engaged in the MAT. The Chair agreed that, with the resignation of Stuart from the Board, DfE guidelines had been adhered to although the DfE had recommended a Board of eleven. Increasing the Board to eleven would form part of future planning along with the creation of a Standards Committee to address teaching and learning data. A director agreed that this was a priority, particularly as the School on a Page item was so often deferred to future Board meetings. The Chair noted that Board meetings should in principle be centred on the strategic vision of the MAT. However, he agreed to investigate the formation of a Standards Committee.

*Chair*

Andrew reported that the structure for a MAT of eight had been drafted. Some key questions and answers had arisen from the process:

- How would his and Stuart's roles dovetail in coming academic year? They would work well together and the new role of Director of Primary Education would provide additional leadership capacity for the MAT.
- What will Stuart's role involve? He will be the main link to the primary schools, working Tuesday to Thursday, to secure school improvement.

Stuart advised that he was already planning how the role would work and gave a

brief summary (a paper was tabled which gave further details). He highlighted his key priorities which would be to support and provide capacity which would impact on school improvement, underpinned by the vision to provide every school and every child with the same opportunities. Other strands of the role would be in supporting CPD and change management for staff and headteachers. He referred directors to the professional pathways document which was divided into six phases, and a school improvement planning sheet, for use in schools.

Directors discussed how the role of the Director of Primary Education would affect the responsibilities and accountability of LGCs, if at all. Stuart remarked that his role would be complementary to the work of the LGCs and operational in nature. The Chair observed that it remained the responsibility of the LGCs to drive school improvement and a director noted that a clear demarcation of responsibilities would be helpful so LGCs could be clear that it remained their responsibility to hold the headteacher to account. Andrew remarked that ideally Stuart's support for headteachers would enable LGCs to challenge them more robustly.

It was agreed that the HTOB would consider the issues of responsibility and accountability raised by the addition of a Director of Primary Education, particularly with reference to the Scheme of Delegation, and report back to the Board.

*HTOB  
Agenda*

The Chair summarised that headteachers would continue to be accountable to LGCs and that LGCs would continue to hold headteachers to account, as if this responsibility passed to the MAT there was a danger that LGCs would become demotivated and de-skilled. In their turn, LGCs were accountable to the MAT Board.

A director challenged that the Board did not have oversight of governance at LGC level and that headteachers were beginning to take much greater responsibility for the MAT through the HTOB, particularly as the DfE wanted to minimise representation on Trust Boards from within the MAT's LGCs. The Chair observed that in this case, although there might be fewer declarations of interest, this might be counterbalanced by less "investment" and commitment from directors who had no interest in any school. A director suggested that once the MAT increased to eight or more schools, a director could be in attendance occasionally at LGC meetings to provide support and oversight. The Chair reported that St Lawrence's and NEPS had both commissioned external reviews of governance, and that it might be good practice to extend this to all schools. A director agreed, noting that LGCs came under the leadership and management section of the Ofsted inspection framework. The Chair agreed to draft a discussion paper.

*Chair*

Andrew expressed confidence that the systems currently being developed would be effective for a MAT of eight schools. However, a director challenged that the Executive Headteacher role had too many direct reporting lines. Andrew agreed that this would be discussed.

Directors were asked to consider what a MAT of fifteen schools might look like: Andrew advised that larger MATs often employed hub or cluster models. It was agreed that this was not a model directors wished to adopt, as this created additional reporting lines and risked fostering the perception of two tiers of headteachers. Andrew reported that directors at the planning meeting had considered dispensing with the HTOB meeting each Thursday, but it had been agreed that this was non-negotiable, although the meetings could be more focused. It had also been established that there was no better way of growing the MAT than through the flat structure already in place. In terms of the capacity of senior leaders, Andrew would remain at 0.2 FTE working for the MAT but it was likely that further days would be required for the Director of Primary Education role, which could possibly be met by a secondment from a MAT school. The Chair noted that many large MATS funded a full-time Chief Operational Officer but that it was too soon to take on the financial commitment of such an appointment.

However, Andrew advised that the appointment of a Chief Operating Officer would become essential, probably once the MAT had grown to ten schools, and that this would decrease his direct reports.

A director queried who would appraise headteachers; the Chair responded that this would continue to be the remit of the LGC.

Andrew confirmed that many systems already embedded had the capacity to grow with the MAT, although it was clear that new HR systems would be required. The Chair advised that capital income would become accessible once the MAT had over 3000 pupils, which would be the case once Clifton with Rawcliffe and Tang Hall Primaries had joined. Andrew commented that capacity for school improvement would improve once the MAT had grown as the Teaching School would provide CPD in house. A "learning leader", an expert teacher, could also be appointed in house.

Andrew raised the possibility of another secondary school joining the MAT, noting the benefits for staff at AHS, who at present had no secondary colleagues to work with. He stressed that careful thought would need to be given to the choice of school.

On the question of how the next few schools would be selected, Andrew advised that, after NEPS as the eighth school, the next three at least would need to be bigger than average schools with an Ofsted grading of good or outstanding.

Andrew referred directors to the details of the strategy for growth contained in his report, many of which had been discussed, and invited questions or comments.

A director commented that the earned autonomy principle was one which supported expansion.

*The following discussion on financial planning is recorded as a confidential minute.*

**9. MAT Development - planning for growth**

Covered under Item 8.

**10. Outcome of Sand Hutton/Warthill headteacher recruitment**

Covered under Item 7.

**11. Report from Finance Committee including Profit and Loss Account and Financial Forecast**

It was noted that the Finance Committee had not met.

**12. School on a Page**

This item was deferred.

**Agenda**

**13. Communication with Members**

The Chair advised that approved non-confidential minutes of Board meetings were being automatically sent to the Members.

**14. Headteachers' Reports**

There were no reports distributed.

**15. AOB**

There was no other business.

**16. Determination of Confidential Items**

Directors delegated the determination of confidential items to the Chair and the Clerk.

**17. Dates of Next Meetings – all on Thursdays at 6.30pm**

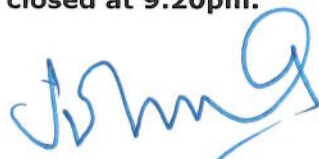
\* May 25<sup>th</sup> 2017 –Badger Hill Primary School

\* July 20<sup>th</sup> 2017 –Hempland Primary School

The Chair concluded the meeting by citing examples of positive deviancy within the MAT:




- headteachers working together, rather than in competition
- an appropriate structure under which school improvement could be delegated
- successful and motivating CPD for staff under the expert leadership of Andrew and Stuart
- a committed and interested Board
- a flat structure based on shared vision and values.

**The meeting closed at 9.20pm.**

  
 \_\_\_\_\_  
**John Hattam**  
 Chair

  
 \_\_\_\_\_  
 Date

**PATHFINDER MAT  
 ACTION PLAN FOLLOWING THE MEETING OF THE BOARD ON  
 THURSDAY 30<sup>th</sup> MARCH 2017 AT 6.30PM**

| <b>Action</b>  | <b>Agenda Item</b> | <b>Person(s) Responsible</b>  | <b>Timescale</b> |
|--|--------------------|---|------------------|
| 1. Organise staff satisfaction survey to be completed at next MAT-wide twilight session in March   | 3                  | HTOB    | March 2017       |
| 2. Draft further bullet point covering risk for HTOB to add to the Statement of Principles   | 3                  | Richard Battersby   | ASAP             |
| 3. Initiate procurement process for additional governor at St Lawrence's   | 3                  | Glen Duxbury  | ASAP             |
| 4. Investigate formation of Standards Committee  | 8                  | Chair   | By next meeting  |
| 5. Consider issues of responsibility and accountability raised by Director of Primary Education role with particular reference to Scheme of Delegation | 8                  | HTOB    | By next meeting  |
| 6. Draft a discussion paper on the MATs oversight of LGCs  | 8                  | Chair  | By next meeting  |

**Items for next agenda:**

- Report from staff survey
- Issues of responsibility and accountability raised by Director of Primary Education role
- MAT role in oversight of LGCs
- Recommendation from working party re future financial modelling and top slice
- School on a Page
- MAT Development – Planning for Growth – report from working party

**Items for future agendas:**

Autumn term

- MAT financing (top slice)
- Discussion on further central support for leaders in the MAT