



### **PATHFINDER MULTI-ACADEMY TRUST Minutes of the Meeting of the Board of Directors held on Thursday 22<sup>nd</sup> March 2018 at 6.30pm at Archbishop Holgate's School**

**Present:**

Revd Richard Battersby  
Dr Andrew Clarke  
Mr Jake Drummond  
Mr Paul Durham  
Mr John Hattam (Chair)

Mrs Sandara Holmes  
Dr Samantha Pugh (*until 8.20pm*)  
Mr Derek Scott  
Mr John Sharpe (*from 6.52pm*)  
Ms Alison Smith  
Mrs Claire Theyers

**In attendance:**

Mr Andrew Daly – Executive Head  
Mr Stuart Outram – Head of Primary Education  
Mr Glen Duxbury - Finance Director  
Mrs Barbara Kybett – Governance Advisor – Clerk

***ACTION***

**1. Welcome, Apologies and Consents**

The Chair welcomed everyone to the meeting, with a particular welcome to Jake Drummond, Sandara Holmes, Samantha Pugh and Derek Scott, attending their first meeting as newly appointed directors. Brief round the table introductions were made. The Chair observed that the enlarged and strengthened Board would be in a better position to work for the benefit of all the children in the Trust's schools.

There were no apologies for absence.

**2. Declarations of interest**

There were no declarations of interest. New directors were asked to complete Business Interest forms.

**3. Minutes of the Meeting held 1<sup>st</sup> February 2018, Action Points and Matters Arising (previously distributed)**

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

Proposed: Claire Theyers    Seconded: Andy Clarke    Approved: unanimously

Action Points - Main set

<b>Action</b>	<b>Agenda Item</b>	<b>Person(s) Responsible</b>	<b>Timescale</b>
<b>1.</b> Feedback on draft revised Scheme of Delegation	3	All directors	Complete – on agenda
<b>2.</b> Investigate community schools relationship with SACRE	3	Alison Smith	See note

				below
3.	Devise financial returns timetable for LGC use	3	Glen Duxbury	Complete
4.	Circulate AGM minutes	5.1	Clerk	Complete Available on MinutePad

With reference to Action Point 2, Alison Smith reported that Olivia Seymour had offered to attend a meeting of the Board to give further details about SACRE. Directors agreed that this should be delegated to the Standards Committee to pursue.

**Standards  
Comm  
Agenda**

There were no matters arising from the minutes.

**4. Correspondence Received (previously distributed)**

The Chair drew attention to the letter received from the Chief Executive of the ESFA which set out deadlines for Trusts' returns. Adherence to these deadlines was delegated to the Finance and Resources Committee; Glen Duxbury, as Finance Director, was responsible for ensuring the prompt completion of all returns.

Directors noted the letter sent by Lord Agnew to Chairs of all academy trusts.

**5. Scheme of Delegation (previously distributed)**

The Chair reminded directors that a revised Scheme of Delegation had been drafted with input from the Headteachers' Group the MAT's Operations Team. All LGCs had been presented with the new Scheme and had been given ample opportunity to comment.

The Clerk referred directors to the previously distributed draft Scheme of Delegation and the accompanying paper detailing possible amendments and additions, which had been raised by LGCs. The following were agreed:

- the Scheme of Delegation would be reviewed again in September 2019 and henceforth annually
- in the event of uncertainty as to which tier of governance had responsibility for a particular matter, guidance should be sought from the Chair of the Board of Directors
- in the Introduction, Section 3.1d, the first paragraph of the two options would be used
- Section A Point 31, LGCs should meet at least once a term
- Section A Point 36, LGC procedures would be drafted and presented to the Board for approval at the next meeting
- Section A Point 37, the following text would be added: "*Determine Trust committee structure (including LGCs, Board sub-committees and any other committees as deemed necessary)*" - Board to decide and LGCs to advise
- Section B Point 17, LGCs would have delegated authority to agree school session and term dates with advice from the Headteachers' Group
- Section C3 Point 21, pay progression of headteachers would continue to be decided by LGCs in line with the relevant MAT policies; it was noted that any pay progression outside of the school's normal ISR for that group of school would need to be authorised by the Board
- Section C3 Point 37, School Business Managers would be line managed by their Headteacher.

**Agenda**

*(John Sharpe joined the meeting at 6.52pm)*

Directors discussed at length a comment which had been raised on Section D1 Point 1, regarding responsibility for standards of teaching. It was agreed that the terminology used for the delegations was appropriate and no amendment was needed.

Directors also noted the general comments raised by LGCs, in particular with regard to the "undue emphasis on the ethos of the Church schools", which was highlighted in red text on the Scheme. The Executive Head advised that the Headteachers' Group had discussed publishing two Schemes, one for Church and one for community schools. It had been agreed by all headteachers that one Scheme for all schools was preferable.

**Subject to these additions and amendments, directors unanimously approved the Scheme of Delegation.**

**Proposed: Richard Battersby      Seconded: Paul Durham**

**6. MAT Handbook**

**7. Executive Head's Report**

Directors received the previously distributed Executive Head's report.

The Executive Head drew attention to the reports from headteachers which gave a flavour of each individual school and demonstrated how high academic standards and a creative curriculum coexisted in the MAT's schools.

Stuart Outram provided a brief verbal update on school improvement priorities including:

- the implementation of MAT wide assessment systems and criteria, and pupil tracking
- collection of spring term data, which would be analysed by the Standards Committee after Easter
- KS2 SATs, which would take place in the week commencing 14<sup>th</sup> May
- external scrutiny provided by Margaret Francis.

Stuart tabled a paper showing a comparison between combined Reading, Writing and Maths KS2 outcomes from the last academic year for the percentage of children reaching the expected standard, and predictions for this year.

A director asked how accurate the predictions were for last year's results. The Executive Head advised that they had been variable but were likely to be much more accurate this year due to more robust in-year assessment.

A director observed that the information in the paper could be used by the Board to measure this year's outcomes against predictions.

A director questioned how these percentages compared with the best performing schools nationally. Stuart responded that in some schools nationally 100% of Year 6 children would reach the expected standard but this was cohort dependent; in cohorts which included SEND and EAL learners it was less likely that 100% would reach the expected standard. It was noted that the data contained no information about sub-groups but that this would be available to, and analysed by, the Standards Committee. A director suggested that it would be useful to have cohort numbers included and Stuart agreed that this would be added next time.

The Executive Head reminded directors that greater depth and progress figures, which were not included in this information, were also key.

A director expressed concern at the data for St Lawrence's, but cognisant of the difficulties the school faced, questioned what would be a "good" outcome for the school. The Executive Head explained that the current Years 5 and 6 were subject to overinflated KS1 data which would significantly impact on their progress data. However, a recent external Pupil Premium Review at the school had reported rapid improvement.

A director queried whether schools were set targets. The Executive Head confirmed that the primary schools had been set FFT5 targets which were very challenging and that these were set after negotiation with the headteachers and LGCs. As well as FFT5 targets, all schools were aspiring to move more children to greater depth achievement. It was agreed to add targets to the data next time it was presented.

It was noted that the Standards Committee would monitor performance of all schools in much greater depth and that, at full Board meetings, directors would be presented with high level information through which they could monitor trends and hold senior leaders to account.

Returning to the Executive Head's report, Stuart highlighted the writing project in which several MAT schools were participating and the recruitment of four outstanding ITT students from the Teaching School who would be employed within the MAT's primary schools. A director queried whether any NQTs would be employed to create a pool of cover staff, which might save money on agency fees. The Executive Head responded that this had been considered but had not been put in place this year. Concern were raised that, in any case, this would not be an ideal experience for an NQT and that staff experienced in the full primary range, available on a part time basis, might be a more efficient way to cover staff absence. The Executive Head agreed and advised that, as a first step, the MAT would seek to contract at a preferential rate with a supply agency, before looking to recruit its own supply staff.

Stuart reported that a bid to YSAB had been successful: £36,600 had been secured specifically to support St Lawrence's.

Stuart tabled a paper entitled "Pathfinder MAT Overview of Schools as at March 2018" and guided directors through it, noting the colour coding which enabled directors to see at a glance the areas of risk. The Chair challenged the upward direction of travel for Clifton with Rawcliffe Primary but the Executive Head confirmed that this was accurate, based on good outcomes last summer and positive data so far this academic year. A director suggested, and it was agreed, that a final column be added which would indicate what action, if any, was required by the Board.

The Executive Head referred to his report and highlighted the table indicating individual schools causing financial concern: St Lawrence's, New Earswick and the MAT Central team. He assured directors that the Finance and Resources Committee had already begun monitoring these schools more closely and action plans were being produced. Richard Battersby, as Chair of the Finance and Resources Committee, commented that the Committee was managing finance according to risk and had providing challenge to senior leaders on, for example, economies of scale in central services. The Executive Head advised that the recent meeting with a representative from the RSC's office had gone very well and no concerns had been raised regarding the MAT's finances.

The Executive Head highlighted the amount received from the School Capital Allocation fund which was larger than expected.

The new Pathfinder MAT Handbook was tabled. The Executive Head provided the context, noting that it had been requested originally by headteachers as an

information document for new schools joining the MAT. He guided directors through the document, noting that the electronic version, which was regularly updated, was available for senior leaders and SBMs in the MAT's internal electronic folder. Directors discussed whether, and how, access should be made available to the Board and local governors. It was agreed that all local governors would be sent a PDF version of the handbook for information and the latest version would be uploaded to MinutePad. It was noted that the hyperlinks would not operate in either of these formats, so governors would need to contact headteachers if they had need to access a linked document.

*Clerk*

A director asked about policies. The Executive Head drew attention to the list of MAT policies in the Handbook, noting that if a policy was not listed as a MAT one, schools would need to approve their own. A director commented that the School Improvement page did not reference the Trust's protection of the foundation status of CE schools, and it was agreed that this would be given consideration.

**\*8. Chair's Report**

The Chair agreed to circulate the slide deck from his presentation.

*Chair*

The Chair began his report with a brief overview of the academy landscape in York.

The Chair proposed that Health and Safety should be a standing item on the Board's agenda as notification of H&S risks or incidents to the Board was not immediate enough when reported through the SOAP. The Chair also proposed that the Board should undertake a self-evaluation at the July meeting.

*Agenda*

*Agenda –  
July*

Directors agreed to take on the following specific link roles, to provide challenge in these areas:

<b>Safeguarding</b>	<b>Samantha Pugh</b>
<b>HR</b>	<b>Derek Scott</b>
<b>School Improvement</b>	<b>Andy Clarke</b>
<b>Compliance</b>	<b>Sandara Holmes</b>
<b>Finance</b>	<b>Richard Battersby</b>
<b>Estates</b>	<b>Jake Drummond</b>
<b>Values</b>	<b>Alison Smith and Claire Theyers</b>

Alison and Claire agreed to work collaboratively to champion values of both Church and community schools, which would address in some measure the issue raised by an LGC regarding emphasis on Church schools in the Scheme of Delegation.

It was agreed that the area of risk would be addressed by the Board collectively.

*(Samantha Pugh left the meeting at 8.20pm)*

Directors appointed Jake Drummond to the Finance and Resources Committee.

The Chair asked the three other new directors to consider to which of the two committees of the Board their skills might be best suited, and to seek further information if required from Richard Battersby and Andy Clarke, as Chairs of these committees.

*SH/SP/  
DS*

The Chair reported that he had attended the meeting with the RSC's representative, Lisa Beadle, and echoed the Executive Head's view that the meeting had gone very well, with Lisa declaring herself to be "very impressed". It had been proposed that either Lisa or the RSC might attend a

Board meeting as observers. A director suggested that this could be at the July meeting as part of the Board's self evaluation. The Chair agreed that this could be considered.

Directors were asked to sign a declaration that they were not disqualified from holding the office of director as set out in the in the Articles of Association. The Chair advised that all directors would be asked to sign a Code of Conduct at the beginning of each academic year.

The Chair also advised that minutes from LGC meetings were available for directors to view in the school's document folder on MinutePad.

**9. Head of Primary Education's Report**

Covered under Item 7.

**10. St Lawrence's Primary School**

With the aid of Powerpoint slides, the Chair provided further details of the financial challenges affecting St Lawrence's: with a falling roll, income would decrease in 2018/19 to leave a cumulative deficit of £71k. He advised that the forecast budget deficit had already been discussed by the Finance and Resources Committee and the LGC. It was imperative that action was taken to improve the budget and measures had been identified which would cut expenditure by £79k in the next financial year.

A director queried why pupil numbers were falling. The Chair replied that this was in the main due to the inadequate Ofsted judgement in 2016. Glen added that with larger cohorts leaving the school and smaller cohorts joining, the impact of this judgement would be felt for years, unless pupils joined in year.

A director suggested that Ofsted might be invited back earlier than the scheduled inspection but the Chair and the Executive Head advised that, in addition to the costs incurred in requesting an inspection, the school was not yet good and a "requires improvement" judgement was unlikely to boost applications to the school.

The Chair invited further questions, comments or suggestions, noting that the situation at St Lawrence's would continue to be closely monitored.

A director, referring to the MAT overview document, highlighted the key risk reported which was "loss of Head' and queried whether this was likely. The Executive Head advised that the Headteacher had faced a number of unforeseen issues, including the loss of her deputy head to long term sickness absence and as a result the Year 5 class, the most challenging in the school, being left with inconsistent supply cover. The school was still working towards an RI judgement, having been at the lowest extreme of inadequate under the former headteacher, although the recent external Pupil Premium review had added further evidence of the progress being made. In response to a director's challenge, the Executive Head gave assurances that the Headteacher was fully aware of how well regarded she was within the MAT.

A director questioned the projected rise in pupil numbers in the Chair's information. The Chair explained that these had been supplied by the LA and were based on birth rate predictions for the local area.

A director suggested that support for the school could be supplied by other MAT staff as an opportunity for CPD. The Executive Head confirmed that this was already planned, using the grant from YSAB.

A director questioned how the messages of school improvement were being communicated. The Chair demonstrated marketing materials for the school

which had been developed by the MAT's Communications officer and reported that the LGC had also spent time considering how best to deploy these materials.

The Executive Head commented that there would hopefully be better outcomes in July which would contribute to an improving picture for the school. He reported also that the Nursery would be remodelled for September which would allow for a larger intake in the long term.

A director observed that the school seemed to have a high ration of non-teaching staff. The Chair responded that it had been proposed that some of the budget deficit would be addressed by a TA restructure. It had also been proposed that the Reception and Nursery classes were combined which would also result in cost savings. Year 6 would continue to be split to promote the best possible outcomes for this cohort who had been deprived of good teaching and learning in the early part of their primary education. A director asked whether this was also in place for Year 5. The Executive Head responded that the class was currently split for English and Maths in the morning, and that the cohort would be split entirely next year.

A director queried whether there were any profits from the nursery income. Glen advised that numbers had been dropping so income was negligible; he agreed to investigate the provision of free nursery places as a "loss leader", given the low level of income received currently.

GD

The Chair advised that the situation at St Lawrence's would continue to be monitored by the Board.

## **11. Finance**

Richard Battersby reported that the MAT's finances overall were steady. Many schools would report in-year deficits, resulting from the planned expenditure of reserves. Despite this, the MAT would still have healthy reserves to carry forward. New Earswick Primary had just learnt that the LA account closedown figure was £90k which was a larger surplus than expected.

A director queried whether the SCA funding referred to earlier was likely to grow. Glen responded that this was based on a per pupil formula and as there were no other schools set to join the MAT, the funding should remain steady. Glen explained that although the MAT's reserves were small in comparison with other Trusts, directors could be assured that the funds were being spent on the education of the children currently in school.

## **12. MAT Committees**

### **12.1 Allocation of Directors to committee and link roles**

Covered under Item 8.

### **12.2 Standards Committee – no meeting held**

i) Dates of future Standards Committee meetings:

- Thursday 19<sup>th</sup> April at 5pm
- Thursday 12<sup>th</sup> July at 5pm

### **12.3 Finance and Resources Committee – minutes of the meeting held Tuesday 6<sup>th</sup> March 2018 (previously distributed)**

Directors received the draft minutes of the meeting held 6<sup>th</sup> March 2018.

i) Summary of consolidated accounts and variances  
Included in the Executive Head's report.

ii) Dates of future Finance and Resources Committee meetings:

- Tuesday 17<sup>th</sup> April at 8am
- Tuesday 3<sup>rd</sup> July time tbc

**13. PMAT LGC Overview**

Previously distributed for information.

**14. MAT Development Plan (previously distributed)**

The Executive Head reminded directors that Areas 1 and 2 of the Development Plan were monitored by the Board. It was agreed that the risk around governance succession planning/building capacity had been mitigated with the recruitment of four new directors and the likelihood was therefore reduced to 3.

Further scrutiny of the Plan was deferred to the next meeting.

**15. Approvals Required**

**15.1 MinutePad**

**Directors approved the use of MinutePad as previously agreed with the Governance Support and Development Service.**

**Proposed: John Sharpe    Seconded: Claire Theyers**

**Agreed: unanimously**

**16. Applicants' Status Update**

*This item is recorded as a confidential minute.*

**17. Policies**

Covered in the MAT Handbook.

**18. Training to report**

There was no training to report.

**19. CPD and orientation for new directors**

The Chair reminded directors of the PMAT governor training, which all were welcome to attend. He also advised new directors to consider training sessions marked in blue on the Governance Service's training offer. He invited new directors to contact him with any further questions.

Directors were particularly encouraged to undertake safeguarding training, whether online or face to face.

Directors were reminded of the bespoke training being offered by the Diocese on the new SIAMS framework, scheduled to take place on Tuesday 8<sup>th</sup> May.

**20. Matters for delegation/communication to LGCs**

The Chair highlighted GDPR and LGC procedures as matters which would be delegated to LGCs.

**21. AOB**

There was no other business.

**22. Determination of Confidential Items**


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

**23. Dates of Meetings 2017/18 – all on Thursdays at 6.30pm**

- 24<sup>th</sup> May 2018 at Acomb Primary School
- 19<sup>th</sup> July 2018 tbc



The meeting closed at 9.05pm

  
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**John Hattam**  
 Chair

24/5/18  
 \_\_\_\_\_  
 Date

**PATHFINDER MAT  
 ACTION PLAN FOLLOWING THE MEETING OF THE BOARD ON  
 THURSDAY 22<sup>ND</sup> MARCH 2018 AT 6.30PM**

<b>Action</b>	<b>Agenda Item</b>	<b>Person(s) Responsible</b>	<b>Timescale</b>
1. Send all local governors a PDF version of MAT handbook for information and upload latest version to MinutePad	6	Clerk	ASAP ✓
2. Circulate slide deck from report	8	Chair	ASAP ✓
3. Seek further information if required from Richard Battersby and Andy Clarke, as Chairs of MAT Board Committees	8	Sandara Holmes, Samantha Pugh, Derek Scott	Before next meeting <del>meeting</del>
4. Invite Lisa Beadle/ RSC to July Board meeting	8	Chair	ASAP <del>ASAP</del>
5. Investigate provision of free nursery places at St Lawrence's	10	Glen Duxbury	For next meeting <del>meeting</del>

**Standing Items:**

- Executive Head's report
- Committee minutes
- MAT Development Plan – Action Areas 1 and 2
- Matters to be delegated/communicated to LGCs
- Training
- Health and Safety

**Items for next agenda:**

- LGC procedures
- Applicants' update including discussion on future growth

**Items for future agendas:**

- Discussion on increasing income to secure sustainability of MAT Central
- Board self-evaluation (July)

**Items for Finance & Resources Committee agenda:**

- Provision of financial information to support modelling of staffing structures
- Consideration of post of Chief Operating Officer

**Items for Standards Committee agenda**

- External validation of predictions for KS1 and KS2 SATS
- Format of reports to the Board
- SACRE

**Academy LGC Agendas:**

- GDPR
- LGC procedures (after May Board meeting)