

PATHFINDER MULTI-ACADEMY TRUST
Minutes of the Meeting of the Board of Directors
held on Thursday 18th October 2018 at 6.30pm
at Heworth CE Primary School

Present:

Dr Andy Clarke

Mr Jake Drummond

Mr John Hattam (Chair)

Mrs Sandara Holmes

Mr Derek Scott

Mr John Sharpe

Ms Alison Smith (*from 7.22pm*)

Mrs Claire Theyers

In attendance:

Mr Andrew Daly – Executive Head

Mr Stuart Outram – Head of Primary Education

Mr Michael Carr – Headteacher, Heworth Primary School

Mr Glen Duxbury - Finance Director

Mrs Michelle Bowling – Operations Manager

Mrs Barbara Kybett – Governance Advisor – Clerk

ACTION

1. Welcome, Apologies and Consents

The Chair welcomed everyone to the meeting.

Apologies for absence were received, with consent, from Samantha Pugh. Alison Smith had previously indicated her late arrival.

It was noted that directors had already been informed that Richard Battersby had regretfully tendered his resignation from the Board. Directors wished to record their thanks to Richard for his much valued contribution. The Chair agreed to write to Richard on behalf of the Trust.

Chair

2. Declarations of interest

There were no declarations of interest.

2.1 Completion of Business Interest Forms (*tabled*)

Directors completed their business interest forms and returned them to the Clerk.

3. Election of Chair

The Chair reminded directors that Jake Drummond had been elected as Vice Chair until the first meeting of the autumn term 2019.

The Clerk had received nominations for John Hattam to stand as Chair. John left the meeting whilst directors discussed his nomination and agreed to re-elect him as Chair until the first meeting of the autumn term 2019.

Proposed: Andy Clarke

Seconded: John Sharpe

Approved: unanimously

John re-joined the meeting and thanked directors for their continued support.

4. **Minutes of the Meeting held 19th July 2018, Action Points and Matters Arising** (previously distributed)

The main minutes from the meeting held on 19th July were agreed to be a true and accurate record of the meeting and were signed by the Chair.

Proposed: John Sharpe Seconded: Claire Theyers Approved: unanimously

Action Points - Main set

Action	Agenda Item	Person(s) Responsible	Timescale
1. Submit a paragraph for website to Clerk re link roles	3	All link directors	John Sharpe to complete
2. Work with Communications Manager to draft a suitable advert for a new director	7.1	Chair	Complete
3. Contribute any ideas on metrics to include in the MAT on a Page document	7	All directors	Complete - on agenda
4. Draft congratulatory letter to all MAT primaries on behalf of the Board	8	Chair/EHT/SO	Carried forward
5. Explore with the HTG whether some sort of gift to staff for summer results would be appropriate	8	EHT	Complete - see note below

With reference to Action Point 5, the Executive Head advised that the Headteachers' Group had agreed that a gift would not be appropriate.

There were no matters arising from the main minutes.

The confidential minutes from the meeting held on 19th July were agreed to be a true and accurate record of the meeting and were signed by the Chair.

Proposed: Claire Theyers Seconded: Jake Drummond Approved: unanimously

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

The Chair referred to the previously distributed correspondence from the ESFA in which six areas were highlighted as now being subject to strong oversight. The Chair provided the following details about these areas:

Related party transactions

There were none this financial year.

Controlling executive pay

The ESFA required a formal explanation of anyone employed by the Trust who was paid more than £150k a year and similarly if two or more employees were paid more than £100k. The Trust did not meet either of these thresholds.

Scrutinising the budget

The Board must scrutinise the budget six times a year and the Chair must see financial reports monthly. The Board were currently compliant with this requirement.

Acting on audit findings

In 2015/16, the auditors had made seven recommendations, none of which

were high priority, and all of which had been addressed.

In 2016/17, there were three recommendations, none of which were high priority, and all of which had been addressed.

Financial returns

The key submission dates had all been met including the three year forecast submitted in July.

Providing governance and executive details

The Clerk had given an assurance that all governance changes were recorded on the DfE's Get Information About Schools website.

The Chair assured directors that the Board was compliant in all these areas.

***8. Chair's Report**

It was agreed that this item would be taken next and that following agenda items would be re-ordered.

The Chair began his report by highlighting the extremely successful year which 2017/18 had been in terms of results; this was a reflection of the MAT's focus on school improvement. Although the MAT was not yet eligible to be listed in the league tables due to having only two years of results, there was no doubt that it would figure strongly. The Executive Head advised that the first year of results would only show those of the founding three primary schools and AHS. It would take several years before the combined results of all the schools would be reported.

Referring to his PowerPoint presentation, the Chair also highlighted the following:

- the MAT's strategic priorities
- the closing date for applications to the two vacant directors posts had been extended to 26th October: four applications had been received so far and a formal interview process would begin after the closing date
- the evolution of the composition of the MAT board from its beginnings in August 2016
- the increasing number of vacancies on LGCs which was a national picture; the ongoing lack of volunteers would lead to smaller governing bodies and, possibly, a discussion around different ways of working or the restructuring of governance
- NGA membership – all directors should be members and should let the Clerk know if they had not been contacted by the NGA
- the Executive Headteacher's Performance Management had been carried out: his four objectives were shown to directors
- regarding the MAT's duty as its own admissions authority, the schools' websites were currently displaying draft Admissions policies for the duration of the consultation period
- safeguarding packs were available to collect at the meeting; all directors who had not completed safeguarding training this year were asked to do so and to read the policies included in the pack.

Regarding his performance management, the Executive Head advised that his objectives for 2018/19 had provided the foundation for headteachers' targets and ultimately all MAT school staff. He also reported that Jon Deamer was building a central platform for all the MAT schools' websites which would ensure that he had oversight of them all for compliance purposes.

9. Executive Head's Report (previously distributed)

The Executive Head presented his report, beginning with a brief summary of the first MAT primary teaching staff twilight, held at Acomb school, at which he

had delivered some key messages which were set out in the report.

In particular, the Executive Head had highlighted that the MAT had produced better outcomes than last year in key measures. He had also stressed the importance of staff to the MAT, recognised through the Career Pathways programme and a new appraisal system for support staff. Finally the Executive Head had shared the MAT's targets for the year.

The Executive Head continued with his report, drawing attention to the following:

- Rufforth Primary had received its academy order and the Headteacher, Jo Slack, had already joined the Headteacher's Group
- updates from all the schools
- primary progress headlines for 2017/18, with progress of disadvantaged children being a particular highlight, celebrated with an advert in the local press
- another excellent year of GCSE results at AHS and a progress figure of +0.62 against the LA average of 0.11, twice as good as any other secondary in York; the progress for disadvantaged children was for the first time better than that of all children nationally
- AHS Sixth Form results were similarly excellent.

The Executive Head spent some time guiding directors through the risk assessment for each school included in the report. He reported that he had met LA officers, as part of the LA's statutory duty to monitor standards, and they had agreed with the schools' self evaluations. He encouraged directors to ask questions and challenge the risk assessments, which were as follows:

- AHS – category A - securely outstanding
- Acomb – category A – securely good and moving to outstanding
- Badger Hill– category C2 - results were much better this year but the school still self evaluated as requiring improvement, although rapidly heading towards good
- Clifton with Rawcliffe – category B – securely good but more consistency needed around results
- Hempland – category A - securely good with significant capacity to improve
- Heworth – category A – securely good and moving to outstanding
- New Earswick– category A/B due to significant progress made towards sustained good or better outcomes
- Rufforth – category B - securely good
- St Lawrence's – category C2– requiring improvement but moving towards good
- Tang Hall – category B – a further year of excellent outcomes would tip the school into category A.

The Chair summarised the primary schools' risk assessments as follows:

- Hempland and Badger Hill were at risk of losing their current Ofsted judgement
- New Earswick and St Lawrence's were moving out of special measures
- Acomb, Tang Hall and Heworth were on the cusp of becoming outstanding
- Clifton with Rawcliffe and Rufforth were both securely good.

The Chair questioned whether there had been a positive response from the headteachers at Tang Hall and New Earswick regarding inviting Ofsted to inspect, as discussed at the last meeting. The Executive Head responded that neither headteacher had wanted to do this. He added that Heworth and Badger Hill could be inspected this year.

A director expressed the view that schools should be providing the best education for children at all times, not just so that an invitation could be extended to Ofsted to inspect.

Returning to his report, the Executive Head highlighted the Trust's key priorities and the revised School on a Page (SOAP) document.

Andy Clarke, as Chair of the Standards Committee, invited directors' comments on the SOAP as the information presented was extremely detailed. The Executive Head advised that headteachers were keen to use the SOAP with their LGCs. A director commented that the colour coding used on the SOAP made it easier to understand. The Executive Head agreed, noting that the red and amber would signpost issues to address.

(Alison Smith joined the meeting at 7.22pm)

Referring to Section 8 of the report, the Executive Head highlighted the work of the Head of Primary Education, and the quality and the extent of external scrutiny in schools. Margaret Francis, Sheena Powley and the HOPE visited all the MAT's primary schools every three weeks, and their notes of visit were shared with LGCs. LA officers would continue to visit once a year in line with their statutory duty.

The Executive Head shared details of the Learning, Training and Development conversations which were to be held with all support staff twice a year. Arrangements for the performance management of MAT Central staff had also been implemented.

Finally, the Executive Head drew attention to the MAT policy tracker which would be hyperlinked to the MAT Handbook and to the previously distributed MAT PowerPoint presentation which had been shown to all staff and to LGCs.

***6. MAT on a Page (previously distributed)**

The Executive Head explained that the information contained in this document represented a high level overview of the MAT as one school. He guided directors through document, highlighting particular areas of interest. He cautioned that some of the statistics needed to be considered in their context, for example, exclusions, which were much more common at secondary level.

Directors agreed that the MAT on a Page would provide useful information, particularly for their link roles and for Ofsted inspections. It was noted that the information would be updated by Amy Whaite at AHS and by the Operations Team. There was some discussion over access to the hyperlinks in the document which were currently only available via the internal V drive. Michelle advised that alternatives were being considered which would give directors and governors access to internal MAT documents, although it was agreed that the MAT on a Page document could also include all the associated papers, rather than hyperlinks.

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

The Executive Head advised that there had not as yet been any changes to Sections 1 and 2 as it was early in the academic year. He highlighted that there were no red risks.

***10. Standards Committee**

Sandara Holmes was formally appointed to the Standards Committee.

Proposed: Andy Clarke

Seconded: Alison Smith

Approved: unanimously

The membership of the Standards Committee was then confirmed as: Andy

Clarke, Alison Smith, Sandara Holmes and Samantha Hall.

Directors discussed the addition of a new member of the Committee and also a proposal to rotate the headteachers attending Committee meetings. It was agreed that no changes were needed at this time.

The Terms of Reference for the Committee were unanimously approved.

10.1 Minutes of the meeting held 20th September 2018 *(previously distributed)*

Directors received the minutes of the meeting held on 20th September 2018

Dates of future Standards Committee meetings:

- Monday 3rd December 2018 at 6pm
- Tuesday 15th January 2019 at 5pm
- Monday 13th May 2019 at 5pm
- Thursday 11th July 2019 at 5pm

10.2 Updated Risk Assessments *(previously distributed)*

Covered in the Executive Head's report.

10.3 SOAP *(previously distributed)*

Covered in the Executive Head's report.

10.4 SI Priorities 2018-19 – MAT and Individual Schools *(previously distributed)*

Covered in the Executive Head's report.

***12. Finance and Resources Committee**

The membership of the Finance and Resources Committee was confirmed as: John Sharpe, Derek Scott, Claire Theyers, Jake Drummond and Andrew Ward.

The Terms of Reference for the Committee were unanimously approved.

It was noted that the Committee would miss Richard Battersby's contribution and the Executive Head advised that the Committee would benefit from another member with a strong finance background; he hoped that these skills might be added from the forthcoming director recruitment process. He advised that Jake Drummond had been elected Chair for the academic year.

12.1 Draft minutes of the meeting held 9th October 2018 *(previously distributed)*

Directors received the draft minutes of the meeting held 9th October 2018.

Dates of future Finance and Resources Committee meetings:

- Tuesday 4th December 2018 at 6.30pm
- Tuesday 26th March 2019 at 6.30pm
- Thursday 4th July 2019 at 6.30pm

12.2 Summary of consolidated accounts and variances *(previously distributed)*

Glen Duxbury referred to the previously distributed consolidated outturn report, and highlighted the following:

- the in-year deficit of £373k was £80k better than predicted
- the MAT would carry forward reserves of £324k which was not a large sum given income of almost £20m.

Glen referred directors to the full year budgets split by school, noting that most of the closing balances were in surplus. He advised that future year budgets were still to be updated to reflect these outturns. Glen highlighted the

following risk ratings:

- St Lawrence's - high
- MAT Central, AHS, Heworth, Acomb – medium but would be monitored.

Glen invited questions.

A director asked what was being done to raise pupil numbers at St Lawrence's. The Executive Head responded that meetings were being held with all "at risk" schools to address issues which were impacting on budgets. He advised that St Lawrence's Reception class this year had 27 pupils so the issues with small classes were higher up the school. He stressed that the financial situation would need to be addressed but the solution did not lie in pupil numbers alone. He advised that a recently organised Open Day at St Lawrence's had been very poorly attended. The Chair reminded directors that costs could be cut by combining the split Year 6 classes but this would have implications for outcomes this year and, as a consequence, the Ofsted judgement. A director agreed that children were unlikely to join the school in year from other local schools.

The Executive Head reported that the budget situation at St Lawrence's was closely monitored by the MAT Finance and Resources Committee. The Committee had already requested a plan of action to be submitted.

The Chair observed that it would be more beneficial for the Board to focus discussions on growth and the strategic use of the MAT's funds in the future.

***11. Church School Distinctiveness Group**

The Executive Head explained that this item had been added to the agenda as concern had been expressed that the ethos and values of the MAT's Church schools was not a high enough priority. Directors on the Standards Committee had agreed that this Committee did not have enough capacity to give this the focus it deserved. A third MAT Committee was proposed to focus on Church school distinctiveness.

A director suggested that the values and ethos of the community schools were of equal importance. Alison agreed but noted that Church schools were subject to an extra inspection in the form of SIAMS and that the Trust would need to evidence oversight between these five yearly inspections.

The Chair commented that, in recognition of the fact that three of the MAT's schools had additional inspection needs, a further Committee could be convened, which might not need to meet as regularly as the other two and could be formed with a mixed membership of directors, not just those with a CofE background.

Directors agreed to form a Church of England school scrutiny group with further details (ie. committee name, membership and frequency of meetings) to be determined subsequent to the Board meeting. Details would be brought back to the December meeting for final approval.

**Proposed: John Hattam Seconded: Andy Clarke
Approved: unanimously**

***13. Financial Review (previously distributed)**

The Chair referred directors to the previously distributed benchmarking report, noting in particular the difference in funding per pupil, which was evidence of the historically low levels of funding for York schools. Glen advised that the funding would increase as a result of the new NFF so the figures for 2016/17 were out of date.

The Chair noted that the expenditure per pupil was also lower than the national average for MATs. Glen responded that a similar benchmarking exercise across the primaries, where the context of the figures was known, would provide more useful information.

The Chair delegated further analysis of this information, and any actions resulting, to the Finance and Resources Committee.

**Agenda
F&R**

The Chair referred to the previously distributed paper entitled ESFA updates, noting that Glen had provided a useful summary of action points arising from weekly emails from the ESFA. He asked Glen to ensure that completed actions were deleted from the updates on an ongoing basis.

A discussion here is recorded as a confidential minute.

A director questioned whether long term government strategy might affect the MAT. The Executive Head responded that it was very unlikely that multi academy trust structures would be dismantled by the DfE but that the local education climate might impact, particularly as, nationally at least, academies were not proving more effective at driving up standards.

The Chair reiterated that the main concern for the Board was how to balance the budget. The Executive Head advised that there would be a consolidated cumulative surplus for two years, partly at the expense of staff at the centre who found their workload increasing. However, there were plans being developed to address these issues.

A director suggested that the top slice could be reconsidered. Another director questioned whether growth could come from expanding the schools currently in the MAT. The Executive Head agreed that this was one solution but would require capital investment and the budget would be subject to lagged funding.

Directors agreed that plans for long term financial sustainability should be discussed in more detail at a future meeting.

Agenda

***18. Applicants' Status Update**

The Chair demonstrated on a PowerPoint slide the current situation of schools in the city with regard to membership of MATs. He advised that conversations would continue but that the outcomes may not be as positive as had been hoped. He gave further details of the schools now committed to MATs.

The Executive Head confirmed, in response to a director's question, that no further contact had been made with schools who had given consideration in the past to joining Pathfinder.

***14. GDPR Report (previously distributed)**

Directors received the GDPR report.

14.1 Information Policy

Directors agreed the Information Policy.

Proposed: Jake Drummond Seconded: Claire Theyers

Approved: unanimously.

15. Focus Group Approach to Staff Voice

There had been no action on this. The Executive Head agreed to progress the proposal.

EHT

16. Health and Safety

Jake reported that he had met with Michelle Bowling and Chris Warnett during the summer break to discuss how a high level health and safety report might

be brought to the Board. A reporting format was being developed which would be presented to the Board in due course.

17. Approvals Required

17.1 Code of Conduct (previously distributed)

The Chair advised that the Code of Conduct had already been agreed by LGCs.

Directors agreed to abide by the Code of Conduct.

Proposed: Andy Clarke Seconded: John Sharpe

17.2 YDBE Ethos Undertaking (tabled)

These were signed and returned to the Clerk.

17.3 MAT Teachers' Pay Policy (previously distributed)

The Chair reported that LGCs had delegated authority to change the ISR within the appropriate school group. However, any request to change the ISR outside of the school's group must be agreed by the Board.

A director asked if the MAT had formal living wage accreditation. The Executive Head confirmed that it did not as there may be contractors working in schools who were not paid the living wage. Michelle added that, even so, accreditation might be possible, and this was currently being investigated.

Directors agreed the Teachers' Pay Policy for 2018/19.

Proposed: Andy Clarke Seconded: Alison Smith

Approved: unanimously

17.4 Application for business debit card

After a brief discussion, it was agreed that the Trust could apply for a debit card to be used for the purchase of foreign currency for school trips abroad.

Directors authorised the acquisition of a business debit card for the MAT.

Proposed: John Sharpe Seconded: Alison Smith

Agreed: unanimously

19. Matters for delegation/communication to LGCs

None.

20. Training to report

John Sharpe, Claire Theyers and Jake Drummond had attended the recent PMAT training on "Being Ofsted Ready".

Alison agreed to ensure that the Diocesan weekly email was sent to directors so that they were also informed about YDBE training opportunities.

AS

21. AOB

Jake suggested, and directors agreed, that Chairs of LGCs should be invited to Board meetings held in their schools.

22. Determination of Confidential Items

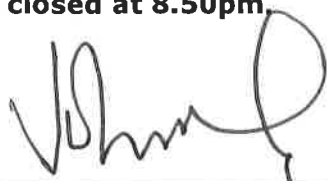
A discussion under Item 13 is recorded as a confidential minute.

23. Dates of meetings 2018/19 - all on Thursdays at 6.30pm

- 13th December 2018 at Hempland Primary School
- 21st February 2019 at Clifton with Rawcliffe Primary School
- 11th April 2019 at Badger Hill Primary School
- 23rd May 2019
- 18th July 2019

It was suggested that Rufforth School could be asked to host the meeting on on 23rd May and that it would be appropriate to invite the Headteacher and Chair at New Earswick to a future meeting.

The meeting closed at 8.50pm



John Hattam
 Chair

13/12/18

 Date

**PATHFINDER MAT
 ACTION PLAN FOLLOWING THE MEETING OF THE BOARD ON
 THURSDAY 18TH OCTOBER 2018 AT 6.30PM**

Action	Agenda Item	Person(s) Responsible	Timescale
1. Write to Richard Battersby on behalf of the Trust	1	Chair	ASAP
2. Submit a paragraph for website to Clerk re link roles	4	All link directors	John Sharpe to complete
3. Draft congratulatory letter to all MAT primaries on behalf of the Board	4	Chair/EHT/SO	ASAP
4. Progress proposal for focus group approach to staff voice	15	EHT	By next meeting
5. Contact Anita at YDBE re: weekly email being sent to directors	20	Alison Smith	ASAP

Standing Items:

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

Items for future agendas:

- Report on SIAMS training
- Formal approval of Church school scrutiny group
- long term financial sustainability should

Items for Finance & Resources Committee agenda:

- Further analysis of benchmarking data

Items for Standards Committee agenda:

LGC Agendas: