



**PATHFINDER MULTI-ACADEMY TRUST**  
**Minutes of the Meeting of the Board of Directors**  
**held on Thursday 11<sup>th</sup> April 2019 at 6.30pm**  
**at Rufforth Primary School**

**Present:**

Dr Andy Clarke (*from 6.50pm*)

Mr Jake Drummond

Mr John Hattam (Chair) (*from 7.20pm*)

Mrs Sandara Holmes

Mr Terry McDermott (*from 6.36pm*)

Dr Samantha Pugh

Mr Derek Scott

Mr John Sharpe

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 Michelle Bowling – Operations Manager

Mrs Barbara Kybett – Governance Advisor

(Clerk)

Ms Allie Campbell

Mrs Jo Slack – Headteacher, Rufforth Primary School

Mrs Pam Edwards – Chair of Governors, Rufforth Primary School

**ACTION**

**1. Welcome, Apologies and Consents**

Jake Drummond welcomed everyone to the meeting and advised that, as John Hattam had previously indicated his delayed arrival, he would be chairing the meeting until John arrived.

The Chair thanked Jo Slack and Pam Edwards for offering to host the meeting at Rufforth Primary School, the newest member of the Trust, and round the table introductions were made.

There were no apologies for absence. Andy Clarke had also previously indicated his delayed arrival.

**2. Declarations of interest**

There were no new declarations of interest.

**3. Minutes of the Meeting held 21<sup>st</sup> February 2019, Action Points and Matters Arising (previously distributed)**

The main and confidential minutes from the meeting held on 21<sup>st</sup> February 2019 were both agreed to be a true and accurate record of the meeting, to be signed by the Chair on his arrival.

Proposed: Alison Smith      Seconded: Claire Theyers      Approved: unanimously

(Terry McDermott arrived at 6.36pm)

**Action Points – Main set**

<b>Action</b>	<b>Agenda Item</b>	<b>Person(s) Responsible</b>	<b>Timescale</b>
<b>1.</b> Send DfE advice for schools in the event of a no-deal Brexit to Clerk for onward circulation to directors	6	Chair	Complete

2.	Draft agenda for Church Schools' Performance Committee in consultation with Alison Smith	11	Clerk	Complete
3.	Put mechanism in place to ensure LGC link governors are made aware of relevant Trust wide policies	13	Clerk/MB	Carried forward
4.	Send minor amendments on policies to Clerk as discussed	15	All	Carried forward
5.	Send Samantha Pugh guidance on the role of the safeguarding link trustee	15.4	Terry McDermott	Complete
6.	Check if there is an instruction in the Acceptable Use Policy which explicitly bans staff from contacting pupils on social media	15.6	Michelle Bowling	Complete

With reference to Action Point 3, the Clerk advised that this would be put in place at the beginning of the next academic year when link governor roles were reviewed at LGC level.

With reference to Action Point 4, the Chair advised that few amendments to the policies approved in principle at the last meeting had been received by the Operations Team. The action would be carried forward until the next meeting and then closed.

With reference to Action Point 6, Michelle Bowling advised that this instruction had been included in the policy which had now been published.

There were no matters arising from the main set of minutes.

#### Action Points – confidential set

<b>Action</b>	<b>Agenda Item</b>	<b>Person(s) Responsible</b>	<b>Timescale</b>
1. Confirm that headteacher appointment process at Hempland Primary can be limited to internal applicants	6.2	EHT	Complete

There were no matters arising from the confidential minutes.

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

John Hattam had previously reported that he had received the following correspondence:

- regular updates from ESFA (to be addressed under Item 8.3)
- a quotation for governance costs from CYC Governance Support and Development Service (to be approved under Item 13.6)
- a letter from Lorna Savage, CEO of South York MAT, to be discussed under Item 5 Chair's Report
- an email from Claire Graham-Brown, Deputy Diocesan Director of Education, regarding appointment of directors (to be addressed under Item 13.5).

#### 5. **Chair's Report**

*This item was deferred, pending John Hattam's arrival.*

#### 6. **Executive Head's Report** (previously distributed)

The Executive Head presented his report, advising first that the staffing issues which had provoked much discussion at the last meeting were now resolved. He reported

the following staffing matters:

- Sarah Cartwright had been appointed as the Trust's HR Advisor and would begin in post on 7<sup>th</sup> May; the Executive Head thanked Derek Scott for his support with the appointment process from a very competitive field.
- Two internal candidates had been interviewed for the post of headteacher at Hempland Primary School and the selection panel was unanimous in its recommendation of Cath Precious for the post; the Executive Head emphasised that Cath would be given support in this role.
- Headteachers from all the Trust's schools had been involved in interviews for a replacement 0.6FTE Head of Primary Education to work with Lee Haynes who had already been seconded to the role on a 0.4FTE basis. Four candidates had attended, with two selected for interview after a morning of rigorous activities and tests. The successful candidate was Nicola Massey who would be appointed on a one year contract initially. The Executive Headteacher provided details of the handover period with Stuart Outram which would begin formally once SATs were finished.

*(Andy Clarke joined the meeting at 6.50pm)*

- An appointment had also been made to the ITT/CPD roles working with the Teaching School: from a strong field, Bev Wright and Alison Bailey were the successful candidates.
- An unexpected award of £50k growth funding from the DfE had allowed for the appointment of a MAT administrator: an internal candidate had been appointed.

The Executive Head commented that a significant amount of the Central Team's time this term had been devoted to recruitment but this had been rewarded with high quality appointments. A director commented that these appointments had been made extremely efficiently and it was good to see the Career Pathways programme being worked out in internal appointments.

Moving to the school improvement section of the report, Stuart provided details of the support which was in place at Hempland for the rest of the academic year. He reminded directors that data collections were made in all the primary schools each term and tabled the spring term data, including targets and predications for Year 2 and Year 6, noting that this data would be scrutinised at the next meeting of the Standards Committee. The Executive Head commented that, whilst good or outstanding outcomes were expected at all schools, the percentage of children reaching greater depth standards would still be a weakness as underperformance needed to be tackled throughout all year groups.

Stuart reported that moderation within the Trust's schools was already taking place, with the moderation process itself subject to self-evaluation and review. He highlighted the Pathfinder MAT leadership project which was supporting children's progress in Reading and Maths and was going very well. A director asked if project leaders were monitored. Stuart confirmed that this was ongoing and would become even more of a focus once his role became full-time in September.

Returning to his report, the Executive Head summarised the Operations Team update, noting that:

- all schools had been allocated money from the SCA funding, according to the criteria set out in the Premises Management Policy
- the Badger Hill new build project was progressing well with the new school scheduled to open in September; two extra training days had been agreed to allow time for staff to prepare classrooms
- Jon Deamer continued to work on the schools' websites and physical display boards.

The Executive Head reported that there had been a police incident at Joseph Rowntree School which had led to a lockdown procedure being initiated at New

Earswick Primary. The emergency plan had been followed and had worked efficiently and effectively.

With regard to finance, the Executive Head reiterated that the award of £50k growth funding had been very welcome. This, along with an efficient and cost effective staffing structure, meant that the MAT Central budget would not be in deficit, although some schools would record deficits this year. Headteachers and SBMs of all schools would be met with shortly, so that budgets could be scrutinised in greater detail and a fuller picture would be presented to the Finance and Resources Committee.

The Executive Head reported that the primary school headteachers had taken part in a focus group discussion, facilitated by Derek Scott. This would be discussed at the next meeting when directors would be provided with more details of the, generally positive, feedback and action plan.

**Agenda**

The Executive Head concluded his report by drawing attention to the Trust priorities and his own objectives. He invited questions.

A director queried whether Reading and Maths were priorities across the Trust. The Executive Head replied that they were for the primary schools only. He observed that oversight of AHS was undertaken mainly by governors at the school but it would be helpful to have some Trust priorities at secondary level.

Directors thanked the Executive Head for his report.

## **7. Standards Committee**

Dates of future Standards Committee meetings:

- Monday 13<sup>th</sup> May 2019 at 5pm
- Thursday 11<sup>th</sup> July 2019 at 5pm

## **8. Finance and Resources Committee**

**8.1 Draft minutes of the meeting held 26<sup>th</sup> March 2019** (*previously distributed*)  
Directors received the draft minutes of the Finance and Resources Committee meeting held on 26<sup>th</sup> March.

Dates of future Finance and Resources Committee meetings:

- Wednesday 26<sup>th</sup> June 2019 at 6.30pm

### **8.2 Summary of consolidated accounts and variances** (*previously distributed*)

Glen Duxbury reported that as at Period 6, the overall end of year position was still expected to be around £200k in deficit, leaving a cumulative surplus of around £100k, which was a very small percentage of income. He advised that the individual schools' budgets were within acceptable limits this year and next, but in future years the predicted deficits were causing concern. Glen reported that the Finance and Resources Committee were robustly challenging these budget predictions so it was important to ascertain at a detailed level how accurately schools were budgeting ahead. Glen added that the government was planning a spending review in 2021 which was adding to the uncertainty around future years' income and expenditure.

Glen summarised that the budget was as predicted but margins continued to be tight. He gave assurances that there were no school budgets out of control and that senior leaders were aware of the reasons behind the reported deficits. He confirmed that the Trust as a whole would still be in surplus in 2019/20 but highlighted that costs would continue to increase as teachers moved up the payscale and did not leave the Trust. The Executive Head added that this was a particular problem in smaller schools where low staff turnover gave little room for manoeuvre.

A director commented that some Trusts reported very large surpluses and queried how this could be achieved. The Executive Head noted that many were also in deficit. He explained that some schools in the Trust had planned to spend their

surpluses on teaching and learning, and most of the Trust's primary schools were relatively small and therefore did not have large turnovers. It was noted that schools in Trusts with large surpluses were often re-brokered, and were thus supported by substantial amounts of DfE funding. Also, York was one of the lowest funded local authorities in the country, so other Trusts would have the advantage of much higher income per pupil. A director asked if there was an ideal surplus to hold. Glen responded that there was no right answer but schools should not really carry large surpluses.

*(John Hattam joined the meeting at 7.20pm)*

The Executive Head underlined the need to ensure that all schools were sustainable and support would be provided to those who needed to cut costs.

### **8.3 ESFA Update** *(previously distributed)*

Glen drew directors' attention to the latest ESFA update where action had either been taken or was not required.

### **8.4 Estates and Facilities Report, including H&S** *(previously distributed)*

Directors received the Estates and Facilities Update.

Michelle reported that a software tool, called "Every" had been purchased which would be used to ensure compliance across the Trust's estate in areas such as legionella, asbestos and fire safety. The software would provide a reporting mechanism which would be used to assure the Board that the Trust was operationally compliant. Site managers had been provided with tablets and had been trained in the use of the tool, alongside SBMs. Michelle advised that the tool would also be used in future to support the allocation of SCA funding as its reports would highlight where the money should be used. In response to a director's question, Michelle confirmed that the tool had other uses, for example, to provide oversight of contracts and single central records.

*John Hattam took over as chair of the meeting from this point.*

## **9. Church Schools' Performance Committee**

### **9.1 Draft minutes of the meeting held 25<sup>th</sup> March 2019** *(previously distributed)*

Directors received the draft minutes of the Church Schools' Performance Committee meeting held 25<sup>th</sup> March.

It was noted that John Sharpe had been elected Chair of the Committee but Alison Smith had chaired the first meeting. Alison reported that the focus of the first meeting had been on ways of working, reporting mechanisms and the Terms of Reference which were being recommended to the Board for approval. The Committee had begun to learn about the Trust's Church schools and would rotate termly meetings around the three schools. Olivia Seymour from the Diocese would attend the next meeting to provide a bespoke training session.

Date of next Church Schools' Performance Committee meeting:

- Wednesday 10<sup>th</sup> July 2019 at 8.30am

### **9.2 Terms of Reference - for Board approval** *(previously distributed)*

**Directors approved the Terms of Reference for the Church Schools' Performance Committee.**

**Proposed: Alison Smith    Seconded: John Sharpe**

**Approved: unanimously**

## **10. GDPR Report** *(previously distributed)*

Michelle advised that it was unlikely that the report from the DPO would be ready for the next meeting, as Veritau seemed to have a backlog of audit reports to complete. She commented that this was not very satisfactory, as she wished to

provide independent assurance to the Board of the Trust's compliance. The Trust was required to have a DPO, even though the service provided by Veritau was not used very much. In the meantime, mini GDPR audits were being routinely undertaken which had shown there were no significant gaps in processes. Michelle reported that she had received an interim letter from Veritau confirming that the Trust's procedures were appropriate and it was agreed that Michelle would provide this letter to the Board for the next meeting, whilst awaiting the report.

**MB**

Sandara Holmes, as compliance lead for the Trust, expressed confidence in the procedures which were already in place and thought that a formal report was unlikely to raise any issues.

**11. Remuneration Committee**

The Chair reminded directors that the formation of a Remuneration Committee had been briefly discussed at the last meeting, and advised that most organisations had a separate committee to consider pay awards to senior leaders.

**After a brief discussion on possible membership, directors agreed to form a Remuneration Committee which would meet annually. The Committee members were agreed to be: John Hattam, Samantha Pugh and Derek Scott.**

**Proposed: Terry McDermott Seconded: Andy Clarke  
Agreed: unanimously**

It was noted that Terms of Reference would need to be agreed.

**Agenda**

**\*5. Chair's Report**

The Chair reported that he and the Executive Head had been invited to present at South York MAT's Annual Conference on Wednesday 12<sup>th</sup> June, which was recognition of Pathfinder's reputation in the city. The Executive Head explained that SYMAT had asked for support in setting up their system and structures.

The Chair reminded directors that there had been challenge at the last meeting over the perceived lack of timely information provided to the Board on events at Hempland Primary. The Chair acknowledged that this challenge had been fair and undertook to keep the Board sighted of unforeseen issues which had arisen in schools.

The Chair advised that he had suggested, and Terry McDermott had agreed to join the Standards Committee.

**Directors therefore formally appointed Terry McDermott to the Standards Committee.**

**Prop: John Sharpe Seconded: Samantha Pugh Agreed: unanimously**

The Chair encouraged directors to watch a recent edition of Panorama which had focussed on financial mismanagement in academies. He agreed to forward the link. He noted that poor governance was often the root cause of organisations failing. A director questioned whether, in the light of continuing negative publicity around academy trusts, there was a wider role for Twitter in disseminating good news stories. The Executive Head agreed and advised that this would be the remit of the Communications Officer, supported by the new MAT administrator.

**Chair**

The Chair thanked Derek for his professional expertise and time spent in facilitating the headteachers' focus group, and in interviewing for the HR Advisor.

The Chair suggested that, in line with good practice in other Trusts, directors might give some consideration to holding an annual half day conference for directors and local governors. This would also help towards fulfilling some of the actions in the MAT development plan. The Chair invited comments.

Directors spent some time discussing the purpose and structure of an away day, and the following points were made:

- an away day could facilitate better communication between the Board and LGCs, including more clarity around the delegation of responsibilities; Derek advised that the Headteachers' Group had considered that was an area in need of addressing
- careful thought should be given to the programme for such an event, as it would be vital to ensure that the importance of local governance was communicated and governors felt valued
- an away day would provide an opportunity for local governors to feel part of a wider body working towards a common aim
- with the Chairs' Group meeting once a term, and PMAT governor training events taking place at least three times a year, there were already sufficient opportunities for communication and networking.

As the consensus was for organising such an event, the Chair proposed Saturday 21<sup>st</sup> September as a provisional date. The Clerk was tasked with determining directors' availability.

**Clerk**

Finally, the Chair reminded directors that he had emailed them the Board's five strategic objectives before the meeting. Consideration of progress towards these objectives would be the main agenda item for the next meeting.

**Agenda**

**12. Policy Review (all previously distributed)**

**12.1 Supporting Pupils with Medical Conditions**

The Executive Head thanked directors for their constructive comments on policies at the last meeting. The policy on Supporting Pupils with Medical Conditions was the only one still to be approved. The policy had been reviewed by Vicky Whittingham, Headteacher at Badger Hill Primary, in the light of comments made, and now had separate sections for primary and secondary procedures.

Samantha Pugh agreed that the policy was improved but queried whether the office staff at AHS would continue to administer non-prescribed medication. Michelle confirmed that this was the procedure at AHS and there were no changes foreseen as it was working effectively. Samantha asked what procedure was in place for pupils who fell ill at school. It was noted that this would be in a different policy, at school level, as the policy under discussion was specific to pupils with medical conditions.

Michelle confirmed that the policy would be put in place for all of the Trust's schools once approved.

**Directors unanimously approved the Supporting Pupils with Medical Conditions Policy.**

**Proposed: Samantha Pugh Seconded: John Sharpe**

**13. Approvals Required**

*Allie Campbell, Pam Edwards and Jo Slack left the room during this item.*

**13.1 Rufforth Primary School LGC**

**Directors formally ratified the Local Governing Committee of Rufforth Primary School.**

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

**Approved: unanimously**

**13.2 Hempland Primary headteacher appointment and new ISR**

**Directors agreed to appoint Cath Precious as headteacher of Hempland Primary School on the recommendation of the Local Governing Committee and the Executive Head.**

**Proposed: Andy Clarke Seconded: Alison Smith Agreed: unanimously**

The Executive Head opened a discussion on a new ISR for the post of headteacher by emphasising the challenges the school had faced and the consequent need to appoint an experienced and suitable headteacher. The LGC at Hempland had asked the Board to consider a new ISR, extending to L26, to give them the flexibility to reward the new headteacher in the future. Directors discussed whether to authorise this range, noting that L24 was the top of the leadership range for the school's group. The following points were made:

- the ISR was not fixed and could be lowered again in future for another headteacher appointment
- there were other anomalies around senior leader pay within the Trust which would be addressed by the Remuneration Committee
- the cost of leadership pay should to be considered in the light of the budget position and low staff turnover.

**After due consideration and debate, directors agreed to support a change in the ISR at Hempland Primary to L20-L26.**

**Proposed: John Hattam Seconded: Samantha Pugh**

**For: 8 Against: 0 Abstentions: 2**

### **13.3 Tang Hall Primary headteacher appointment**

The Executive Head explained that as Cath Precious had been appointed as headteacher at Hempland, it had been necessary to recruit to her post at Tang Hall. This had been expedited rapidly as the closing date for serving headteachers to resign was 30<sup>th</sup> April, with the Easter break beginning on 13<sup>th</sup> April. Three candidates had taken part in two days of activities and interviews. The selection panel at Tang Hall had agreed that afternoon to recommend Jo Slack for the post. Governors were unanimous in their decision and the Executive Head confirmed that this would be an excellent appointment.

The Executive Head advised that an external advert would be placed for the position of headteacher at Rufforth Primary which Jo would vacate at the end of the academic year. The timescale would still allow for serving deputy heads to apply.

A director asked if there would be support for Jo in her new role. The Executive Head confirmed that it was likely that Sheena Powley would be asked to support for one day a week at Tang Hall and one day at Rufforth.

A director questioned how this appointment might be received by governors at Rufforth, given that the school had only just joined the Trust. The Executive Head explained that the advert had been open to external candidates; in addition, the Chair at Rufforth had been supportive of Jo's application. The Executive Head expressed the view that there would considerable interest in the Rufforth post as a first headship.

**Directors agreed to appoint Jo Slack as headteacher of Tang Hall Primary School on the recommendation of the Local Governing Committee and the Executive Head.**

**Proposed: Jake Drummond Seconded: Samantha Pugh**

**Agreed: unanimously**

### **13.4 MAT Central Staffing**

**Directors approved the appointment of Nicola Massey and Lee Haynes to the role currently known as the Head of Primary Education.**

**Proposed: Claire Theyers Seconded: Samantha Pugh Agreed: unanimously**

### **13.5 Co-option of Jake Drummond – backdated to 26<sup>th</sup> February 2018**

The Clerk explained that, as the only director not appointed by the Members, Jake Drummond had been co-opted by directors. Claire Graham-Brown, Deputy Director of YDBE, had requested that this be formally agreed and recorded in the minutes. The Clerk informed directors that Jake's appointment would need to be approved by



YDBE.

**Directors co-opted Jake Drummond to the Pathfinder MAT Board, subject to YDBE consent, for a term of four years commencing on 26<sup>th</sup> February 2018. Proposed: John Sharpe Seconded: Andy Clarke Agreed: unanimously**

**13.6 CYC MAT Clerking/Governance contract (previously distributed)**

**As recommended by the Finance Director, directors agreed to contract with the Governance Support and Development Service for a further three years. Proposed: John Sharpe Seconded: Andy Clarke Agreed: unanimously**

*Allie Campbell, Pam Edwards and Jo Slack returned to the meeting.*

**14. Matters for Delegation/Communication to LGCs**

None.

**15. Training**

The Clerk agreed to provide a training record for the next meeting.

**Agenda**

Directors' attention was drawn to:

- Annual conference of the Trust network - 16<sup>th</sup> April 2019
- PMAT Link Governor training – 18<sup>th</sup> June 2019
- PMAT Director training – 4<sup>th</sup> July 2019

**16. MAT Development Plan**

Directors noted the MAT Development Plan contained in the Documents folder on MinutePad. Directors were invited to send any comments to the Executive Head.

**17. AOB**

None.

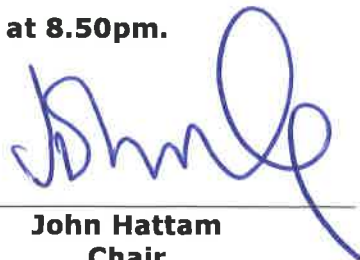
**18. Determination of Confidential Items**

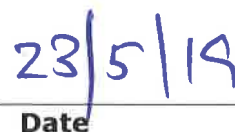
There were no items recorded as a confidential minute.

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

- 23<sup>rd</sup> May 2019 at New Earswick Primary School
- 18<sup>th</sup> July 2019 at St Lawrence's Primary School

**The meeting closed at 8.50pm.**

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

  
\_\_\_\_\_  
**Date**

**PATHFINDER MAT  
ACTION PLAN FOLLOWING THE MEETING OF THE BOARD ON  
THURSDAY 11<sup>TH</sup> APRIL 2019 AT 6.30PM**

<b>Action</b>	<b>Agenda Item</b>	<b>Person(s) Responsible</b>	<b>Timescale</b>	
1.	Put mechanism in place to ensure LGC link governors are made aware of relevant Trust wide policies	3	Clerk	Autumn term
2.	Send minor amendments on policies to Clerk as discussed	3	All	Before next meeting
3.	Provide interim letter from Veritau as assurance of Trust compliance with GDPR	10	Michelle Bowling	Next meeting
4.	Forward link for Panorama programme	5	Chair	ASAP
5.	Determine availability for an away day in September	5	Clerk	ASAP

**Standing Items:**

- Executive Head's report
- Estates and Facilities report including H&S
- GDPR report
- Committee minutes
- MAT Development Plan – Action Areas 1 and 2
- Matters to be delegated/communicated to LGCs
- Training

**Items for future agendas:**

- Progress towards strategic objectives
- Feedback from headteachers' focus group discussion
- Badger Hill nursery provision (MB)
- Remuneration Committee - agreed Terms of Reference
- directors' training record

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

**Items for Standards Committee agenda:**

**LGC Agendas:**