

Trustees (Remote) Meeting
1st December 2020
12.00pm – 2.00pm
Minutes

Present:

Ms Louise Hutchinson (LH) Trustee
Dr Elaine Burfitt (EB) Chair of Trustees
Dr Martin Hanbury (MH) Executive Headteacher
Mr Cole Andrew (CA) Trustee
Mr Andrew Bent (AB) Trustee
Mr Patrick Johnson (PJ) Trustee

Apologies:

In Attendance: Miss J Thorp (JT) Just A Sec (Minutes)

Key: Governor question/comment Response Action Required

1. Welcome and Apologies for Absence

Dr Hanbury welcomed Trustees to the meeting. David Deane and John Corker have now stepped down from the Board.

2. Election of Chair

A nomination was received and seconded for Cole Andrew as Chair of the Chatsworth MAT Trust Board.

Approved: Cole Andrew was elected as Chair of the Chatsworth MAT Trust Board until the first meeting of the academic year 2021-22

3. Election of Vice Chair

A nomination was received and seconded for Louise Hutchinson as Vice Chair of the Chatsworth MAT Trust Board.

Approved: Louise Hutchinson was elected as Vice Chair of the Chatsworth MAT Trust Board until the first meeting of the academic year 2021-22

Louise Hutchinson will now consider a plan to step down from the Local Governing Board.

Trustees were advised that Andrew Bent had been elected as Chair of the Chatsworth MAT Finance Committee at the last meeting.

4. Minutes of the Last Meeting

The minutes of the last meeting 21st September 2020 were approved as a correct and accurate record.

5. Matters Arising

All matters arising listed below have been addressed.

Item	Action	Who
2	All Trustees to complete the audit and return it to MH by the 28 th September 2020. Responses to then be collated into the matrix and a summary produced. A discussion will then be held at the next meeting regarding strengths and gaps with a view to recruiting Trustees with the necessary skills to further strengthen the board.	All
3	AB to share the Scheme of Delegation document and support with the development of a Chatsworth specific version	AB
5	Communication / Information Sharing to be considered again once the Scheme of Delegation has been produced	MH/EB
6	AB to share the Omega Trust Code of Conduct	AB
7	Trustees to submit expressions of interest in the Vice Chair position prior to the next meeting	All
8	Trust Governor versus Governor Hub to be considered further	MH
9	Dates to be sent to Trustees as soon as they are confirmed	MH

TTG / Governor Hub – Discussions are ongoing with Karen Haines in relation to a potential change to the Governor Information Management System.

Information Communication Process – The suggestion was made to resurrect meetings between the Chair of Trust Board, Chair of LGB and Executive Head. MH confirmed that he would be happy to facilitate brief meetings on a monthly basis to share key information. AB reported introducing a Chairs Forum in his own Trust which enables key individuals to work together and share relevant information.

Action: MH to organise a Chairs Forum

Plans for First Meeting in January – In an attempt not to overfill meeting agendas, it was suggested that an annual reporting schedule should be produced to ensure Trustees are carrying out their statutory duties.

6. Items for Any Other Business

Risk Register – Trustees were asked to consider any other areas of risk they feel should be added to the register

7. Core Reports Safeguarding

At the last meeting, Trustees discussed the need to present information at a strategic level rather than operational.

A meeting has taken place between leaders of the school and college to discuss the implementation of the CPOMS systems across the Trust. The system is currently used by the High School and it is planned that access will be widened to give more staff access to record concerns. There are also plans to introduce the system into Futures to provide a complete overview of any safeguarding issues related to young people between the

ages of 11 and 22 years. It is hoped that the system will be in place by the 1st January 2021.

There are currently no significant safeguarding issues to report.

In terms of the overview of systems, is there an external audit process in place?

No. There is a safeguarding audit document that the LGB is responsible for completing. Gina Reynolds, LGB Member and Local Councillor, has a good overview of safeguarding from a school perspective.

AB suggested that the matter should be included in the three year audit plan being produced by the Finance, Audit and Risk Committee.

Trustees discussed whether it would be beneficial to request the internal auditor to carry out a safeguarding audit or to bring in a specialist. It was agreed that a specialist would be more appropriate.

Action: Trust-wide safeguarding audit to be completed by a safeguarding specialist. Trust board to receive the audit report and recommendations via the Finance, Audit and Risk Committee

Action: MH to identify a specialist safeguarding auditor

MH reassured Trustees that the most recent Ofsted inspection at the High School looked at safeguarding practices which were confirmed to be good. Chatsworth Futures is currently under additional scrutiny due to its previous Ofsted judgement and safeguarding is an area that is monitored as part of this.

Finance

The last Finance, Audit and Risk Committee held some very in-depth discussions. The main areas for discussion related to the Terms of Reference, Scheme of Delegation and Scheme of Financial Delegation.

The Trust Board is responsible for forming a Finance, Audit and Risk Committee and must approve the remit of the Committee, clearly delegating the duties and decision making powers. AB is working on the production of the Terms of Reference which will then be presented to Trustees for approval.

Action: Terms of Reference to be presented to Trustees for approval

The committee reviewed the budget reports which are in a stable position although the High School is reporting a fairly low surplus balance this year of £18,000. Vicky McRae is in the process of submitting a claim with the DfE regarding additional Covid related expenditure. The Futures budget has a current surplus of £72,000.

The Committee discussed the performance management review of senior staff including the CEO which will be discussed further in part two of the meeting today.

Trustees were advised that as a special school, it is preferable not to use supply as this does not benefit the pupils. However, there have been some exceptional costs this year as Covid restrictions prevent staff being moved around the school. The situation is being closely monitored.

The Manchester United Foundation allocates a member of staff to the school but this individual has damaged his shoulder and is currently absent. A conversation will need to take place with the provider to discuss how the school will be compensated.

Are you in a position to reclaim any funds from providers who are not currently able to offer a service to you?

The Speech and Language Therapy service is providing a full service. Music Therapy is taking place remotely. A review of how this is working at Futures will be taking place and it may be possible to transfer the service to Engage at this stage as the students are better able to access the sessions remotely. The Art Therapist has continued to work on a one to one basis with students.

Estates

The school is currently operating across three sites. To ensure all students could be accommodated this term with the social distancing restrictions in place, it was necessary to open The Dean site faster than would otherwise have been the case. The building was in a poor state but Salford Council funded the work required to enable the students to access the site. There is an issue with the heating in the building and therefore, heaters have been purchased.

The Wentworth site is in better condition although there was also an issue with the heating which has since been resolved.

A Facilities Manager from Spie has been contracted to provide all compliance checks in the buildings.

Is there asbestos in any of the buildings?

Yes, there is asbestos present in all of the buildings but this is stable and only becomes an issue if it is disturbed. The sites all have individual building reports which detail the exact location of asbestos and any contractors working on the building are required to review the reports and sign to confirm they understand where the asbestos is located.

Rachel Hill leads on facilities management and works hard to achieve best value. The Finance Committee raised the suggestion of having a preferred supplier list which will be looked at for services such as building maintenance and improvement.

Governance

In terms of providing regular reports from the LGB to Trustees, it was agreed that a SWOT analysis would be the best option.

LH suggested holding a strategy meeting in January with MH to discuss the Scheme of Delegation and identify an annual plan. The same process should be replicated with the Chair of the Futures Governing Board.

Action: MH to arrange a date in January with LH and DW to discuss annual reporting plans for each Governing Board

8. Risk Register

It is proposed that each meeting will commence with a review of the risk register, focusing on the areas of highest risk. Trustees were asked to consider any additional risks to be added to the register which would enable Trustees to focus strategically on specific aspects that are relevant to the work of the Trust.

Action: Trustees to consider any additional areas of risk to be added to the risk register

9. Annual Accounts

Due to the challenges surrounding the Covid restrictions, there has been a delay in completion of the annual accounts process. As such, it is proposed that an additional meeting of the Trustees is convened on Wednesday 16th December at 12.00pm to receive the audited accounts.

AB requested that Members are also invited to this meeting as the accounts must be approved by Members and reassurance given that the Trust remains a going concern.

Action: Members to be invited to the annual accounts meeting on Wednesday 16th December at 12.00pm

10. Strategic Development Plan

There has been no further progress on this matter since the last meeting. The plan is presented today for information and to give Trustees the opportunity to ask any questions.

11. Academies Financial Handbook

LH reported that she had circulated the changes to the document for Trustees information.

There is currently no resolution to the clerking issue. The Trust Board and Futures are clerked by Just A Sec but the High School LGB is currently clerked by Salford Council. The establishments are using different online platforms to manage Governor and Trustee business and a decision will need to be taken as to which provider the Trust moves to in the future.

LH is discussing with Karen Haines the financial implications of moving from TTG to Governor Hub.

Reviewing the Academies Financial Handbook, it is evident that the agenda and documentation should be driven by the clerk although this is not currently the case.

LH reported that Salford Governor Services share standard policies with the LGB which have been checked and approved by unions and legal services. However, if the Trust moves away from Salford, it is not clear as to whether it will continue to have access to these policies. AB suggested that the Trust should not adopt policies from the LA as standard but should ensure the policies reflect the practice of the Trust which may be very different from the LA. AB recommended the website The School Bus which shares standard MAT policies that have also been through legal services and unions.

Trustees agreed that a decision should be taken today in relation to the clerking service and online platform.

Approved: Trustees agreed to move the clerking service for the whole Trust to Just A Sec

Approved: Trustees agreed to move from Trust Governor to Governor Hub for management of all Governor and Trustee business

12. Schemes of Delegation

AB was thanked for his work on this item and for sharing the documents today which are presented for approval.

The Finance Committee meeting last week reviewed the documents in detail and suggested amendments which were made in preparation for the meeting today. The documents will continue to be adapted as necessary in terms of the delegated responsibilities of individuals and committees.

As part of the SRMA process, Cheryl Cardwell was asked to review the documents and her feedback was that they were easy to follow from an external point of view.

In terms of Trust governance and leadership, AB explained that Trustees are accountable for the approval of the LGB composition and effectiveness which means that any changes must be approved by the Trust Board. LH suggested that she was not completely happy with the wording of this section which states under Section 3.5 that Trustees will appoint and remove Governors from the LGB. Usual practice is that staff are elected by the staff team, that parents are elected by the parent body and that the LA has input into the appointment of the LA representative. If the decision is to maintain responsibility at Trust Board level, this must be set out in the Terms of Reference also. AB felt that it was important for Trustees to maintain a level of accountability to enable them to remove a Governor in the event that their conduct presents a risk to the Trust. However, the wording could be changed to 'ratify' the appointment rather than Trustees taking responsibility for making the appointments.

Approved: Trustees approved the Scheme of Delegation subject to the amendment of Section 3.5 from 'approve' to 'ratify' the appointment of Governors

Financial Scheme of Delegation

The document sets out the expenditure limits for Head Teachers, the CEO, the Finance Committee and Trust Board.

AB requested that Section C 1.2 should be removed as the LGB does not approve the Terms of Reference, this is a Trust Board responsibility.

Section E 3.2 should also be amended to reflect the delegated limits agreed at the Finance Committee.

Approved: Trustees approved the Financial Scheme of Delegation subject to these two amendments

13. SRMA Report

Cheryl Cardwell has worked productively with staff to complete the audit. She fed back very positively about the team in terms of how professional, skilled and committed to the Trust they were.

The report suggested a number of recommendations, most of which leaders was already aware of. In response to the recommendations, a working group was formed to agree a timeline for implementing the recommendations.

In terms of the interim structure of the business team, a review took place in November where it was recognised that there had been insufficient time to determine whether the

structure was effective and staff had fully acquired the skills required to carry out their role due to the impact of Covid. As such, a request was presented to the Chair of Trustees and Chair of Finance Committee to extend the agreement to the end of August 2021 to enable structure to be fully trialled. The request was approved.

14. Audit of Skills

Following completion of the skills audit, the matrix was produced which confirmed that the board had a good range of skills overall but a gap in marketing. Salford University Business School was approached to try and identify an individual who may have experience in marketing to sit on the board.

MH also has a contact within the BBC who may be able to suggest a representative from Media City to sit on the board.

Geoff Catterill may also be able to suggest a representative who has experience of working with SEN students.

The Trust Board has received resignations from David Dean and John Corker this term and Patrick Johnson also intends to leave at the end of the year.

EB suggested that therapy is also an important aspect of a SEND provision and therefore, the possibility of approaching Senior Speech Therapist Michelle Morris was suggested. She also works with the Government and MMU and has business experience. Ms Morris has confirmed that she would be interested in a place on the board in the future.

AB suggested that it may be beneficial to advertise the position more formally to try and attract professional, high quality individuals to the role. The process would be fair and consistent and by requesting that interested parties complete an application and go through a formal recruitment process, this would highlight the importance of the role and would provide a clear audit trail if the board was ever challenged on the appointment of individuals.

LH confirmed that this process is already in place for the LGB where all candidates are requested to complete an application form and provide two references which are followed up.

Action: LH and AB to forward the recruitment processes in place for the LGB and Omega Trust to MH for consideration

AB raised the issue of DBS and confirmed that he had not yet completed one in relation to his role on the Trust Board. Cole Andrew added that he had not yet completed an application.

Action: MH to follow up with Rachel Hill

Action: MH to check the SCR to ensure all Trustees have a recorded DBS

15. Banding Group

Due to the increase in pupil numbers, a banding review has taken place using the guidance taken from The Key. The document only accounts for key stages 1 – 4 but Chatsworth also provides education for student aged 19-25 years. Taking into account the increase in students and staff over time, Chatsworth is now a band 7 establishment which would mean that the leadership pay range would increase.

The Finance Committee discussed the proposal to increase the banding and was happy to recommend approval to the Trust Board.

As a Multi Academy Trust, the pay range is set by Trustees but it is recommended that this is broadly in line with LA schools and other Trusts so that it is not open to criticism from external sources.

Approved: Trustees approved a change of banding to a group 7

16. Annual Reporting Schedule

The document sets out the process for co-ordinating and sharing information with Trustees. The schedule means there is synchrony between the reporting systems in each establishment and the responsibilities of the board.

AB noted that the budget approval should be added to the schedule. This would involve scrutiny of the early draft by the Finance Committee in the spring term, a final budget presented to the Finance Committee in summer term before full Trust Board approval at the end of the summer term.

Action: Budget scrutiny and approval to be added to the reporting schedule

The annual accounts presentation to Members should be completed in the autumn term along with the AGM.

Action: Annual accounts presentation to Members and AGM to be scheduled for the autumn term

17. Code of Conduct

An addition has been made to section 1 to include a specific reference to the Children & Social Work Act 2017 which requires academies to have a lead for children who are Looked After and Previously Looked After.

Section 1.3 sets out the procedure for managing concerns about a Governor. The procedure is on the website relating to the school but not Futures. It was suggested that a Trust-wide process should be in place.

Action: LH to send the document to MH and consideration given to adopting a Trust-wide complaints process

Section 6.24 refers to a Conflict of Interest Policy which the Trust does not have.

Action: Section 6.24 to be removed

In reference to safeguarding, LH raised the Section 128 check which is a list of individuals who are unsuitable to be Trustees or Governors of an educational establishment. It was agreed that having a specific reference to this may be too much detail for this document.

Agreed: Trustees agreed that a specific reference to the Section 128 check should not be included

Trustees agreed that this document should also be adopted as the Code of Conduct for the LGB to have consistency across the Trust.

Action: Current LGB Code of Conduct to be compared with this document and new version presented for approval on 8th December

18. Trustee Manual

The aim is to bring all relevant documents together along with the mission statement of the Trust to give to newly recruited Trustees an overview of the expectations. The possibility of including some photographs of students engaged in activities and a link to the website was suggested. It would also be beneficial to have photographs of the buildings included as it is now always possible for new Trustees to receive a full tour of the organisation immediately.

Action: Photographs and a link to the website to be included in the manual

19. Any Other Business

Please see confidential section of the minutes

Summary of actions

Agenda No.	Action	Owner
7	Trust-wide safeguarding audit to be completed by a safeguarding specialist. Trust board to receive the audit report and recommendations via the Finance, Audit and Risk Committee	MH
7	MH to identify a specialist safeguarding auditor	MH
7	Terms of Reference to be presented to Trustees for approval	MH
7	MH to arrange a date in January with LH and DW to discuss annual reporting plans for each Governing Board	MH
8	Trustees to consider any additional areas of risk to be added to the risk register	Trustees
9	Members to be invited to the annual accounts meeting on Wednesday 16 th December at 12.00pm	MH
14	LH and AB to forward the recruitment processes in place for the LGB and Omega Trust to MH for consideration	LH / AB
14	MH to follow up with Rachel Hill	MH
14	MH to check the SCR to ensure all Trustees have a recorded DBS	MH
16	Budget scrutiny and approval to be added to the reporting schedule	MH
16	Annual accounts presentation to Members and AGM to be scheduled for the autumn term	MH
17	LH to send the document to MH and consideration given to adopting a Trust-wide complaints process	LH

17	Section 6.24 to be removed	MH
17	Current LGB Code of Conduct to be compared with this document and new version presented for approval on 8th December	LH
18	Photographs and a link to the website to be included in the manual	MH