

MINUTES
GREAT HEIGHTS ACADEMY TRUST
MAT BOARD OF TRUSTEES MEETING

Monday 4th October 2021 (7.00 p.m) by Zoom

Present: C Midgley A Bennett OBE (CEO)
Dr A Birt K Inwood
I Jaffar J Nellis
J Midgley J Power
E Brooke J Fryer

In attendance: N Oliver (Governance professional/Clerk), N Foulkes (PA),
J Firth (COO), A Rawson (CFO),

The Clerk had advised Trustees by email (14th September) that C Midgley had been re-appointed Chair of Trustees for 2021-2022 unopposed. C Midgley chaired the meeting.

1. Apologies – None
2. Declaration of Interests – C Midgley (Chair), J Midgley and A Midgley are related.
3. Opening remarks and governance update

The Chair explained that, as no self-nominations had been received by the deadline, Vice Chair would continue to be appointed on a meeting-by-meeting basis, subject to need.

A revised Trust Scheme of Delegation had been circulated (Trello) in advance of the meeting, together with updated MAT Board Terms of Reference. The Chair had led on the Scheme of Delegation (SoD) as part of CPD with the Confederation of School Trusts. The Trust's previous SoD had been based on NGA's 2016 document (but which had now been updated by NGA - November 2020). The Chair explained that the Trust's proposed new SoD derives from NGA's latest model guidance, brought further up-to-date with current practice, exemplars relevant to GHAT and changes to the Academy Trust Handbook. The new document was screen shared for Trustee scrutiny, with major differences explained in detail, reflecting changes and responsibilities across the Trust.

The MAT Board Terms of Reference had been re-visited by the Chair & Clerk, noting the addition of "*MAT growth needs*" (p1), periodic updates mainly re the Academy Trust Handbook (section 2.x) and a temporary addendum (3.x) taking into account Covid-19.

=> the updated Great Heights Academy Trust Scheme of Delegation – September 2021 and MAT Board Terms of Reference 2021-2022 were approved.

Trustees were reminded that Committee membership was re-visited on 19th July, with no changes made. Standards Committee Terms of Reference had been agreed earlier in the evening (4th October), with Finance & Premises Committee ToR due by 13th December. Named Trustees to continue as in 2020-2021: Finance (J Midgley); School Improvement (K Inwood); SEND & Pupil Premium (J Nellis); Safeguarding (A Birt); H&S (J Fryer).

The Chair explained that Terms of Reference had been drafted for GHAT's Local Governing Bodies (LGBs) as committees of the MAT Board, again drawing on NGA and exemplars. These would be circulated for comment by Trustees, prior to adoption at the next LGB meetings across the Trust.

Due to Covid, meetings were held remotely March 2020 to December 2021. The Chair (C Midgley) sent a confirmation email to the Clerk dated 14th December 2021, to record that these minutes were reviewed and approved at the next Board meeting (13th December 2021).

4. Minutes of 19th July 2021

The draft minutes were agreed, with the Chair to email approval in lieu of a wet signature; subject to removing supplier names (7.2 Financial approvals / page 4) prior to publication.

5. Matters Arising

Trustees endorsed a proposal from the CEO (A Bennett) that C Midgley and A Birt be recommended for reappointment as Trustees for a further four years, with effect from January 2022. It was noted that the recommendation is subject to ratification by Members at their AGM in December - in line with the scheme of delegation.

Trustees were reminded of the email from G Newton (Member/LGB Chair) withdrawing from all areas of school and trust governance in July 2022. The Chair and CEO highlighted that this raised wider issues of succession management and parent governor recruitment, which were also noted in CEO document #2 (LGB requests and points to note). Trustees were invited to make any suggestions of likely candidates. The CEO added that ideally there should be a separation of governance duties across the Trust, but some limited overlap between Member / Trustee / Governor was helpful for wider sense-check processes across the Trust. Crucially, Parent Governor recruitment should also meet any skills gap requirements on LGBs, not just provide a parent voice.

The Academy Trust Handbook 2021 was re-visited. Trustees were reminded of governance documents which need to be available for public inspection (Para 2.51):

“must make available for public inspection: the agenda for every meeting of the trustees, local governing bodies and committees; the approved minutes of each meeting; any report, document or other paper considered”.

Further insight had been obtained by the CFO (A Rawson) via ESFA’s Academies Finance and Assurance Steering Group, Working Group 1:

“it is only that documents and other information are available for inspection at whatever location you define; agendas, minutes etc but in whatever format you choose. It is recommended that you put a note on your website saying where the documents are, what is available, what notice is required, who to contact ...”

Trustees requested the Clerk to prepare a short statement for Trust websites, so that GHAT remained compliant with Handbook requirements.

All future meetings (Trustees, LGBs and committees) would need to remain mindful of any recurring items which should be confidential or redacted.

6. Correspondence, including ESFA

24.8.21: Trustees noted the email from the COO (J Firth) re. Lease of MAT Premises.

14.7.21: FOI request (COO Report, Item 5) had been discussed at Standards Committee.

7.1 MAT reporting – CEO (A Bennett)

The CEO and Chair of Standards (K Inwood) reported on discussions at Standards Committee earlier in the evening, supplemented by the MAT Board pre-meeting briefing and CEO documents 1-9. Statutory reporting (CEO Report) on attendance, absentees and exclusions was noted.

The CEO outlined leadership support for the year ahead. Future reporting will focus on curriculum monitoring and the direction each school is taking - evidenced by school improvement visits; together with any additional short or longer term focus areas. The challenge for the first part of Term is to measure any gaps in learning.

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The Chair of Standards confirmed that the CEO Report to Standards Committee was a comprehensive view of the current (start of academic year) position. Standards Committee had accepted the need for more succinct reporting, with only essential areas highlighted and shared. There will be an additional report on monitoring outcomes to Standards Committee in November and standardised school improvement language had been agreed (DfE four-stage improvement model: stabilise, repair, improve, sustain).

7.2 MAT reporting – CFO & COO

Financial reporting

Trustees received the annotated, consolidated Trust Management Accounts 2020-21, as at 31.8.21 (CFO document #1). The CFO explained these were interim EOY accounts and had been shared prior to the meeting with the Chair of Finance & Premises (J Midgley) & Chair of Trustees. Increase of in-year balance projected of £123k - additional income, reduction in expenditure: see Notes. Likely to rise further, due to higher balances at the end of the academic year (late orders placed by Trust schools); will be alleviated next year by imposing a cut-off date, as part of organisational effectiveness discussions.

The CFO explained that early discussions with the Auditor have included an ‘audit planning checklist’ for consideration by the MAT Board, as part of a governance response. Trustees approved the answers, as per Trust Board processes 2020-21, with no further comments. The document to be sent via the Chair of Trustees in lieu of signature.

Financial approvals required at Trust Board were as detailed in Agenda item 7.2, CFO document #3. Three contracts (ICT SLA; Catering contract; Sports provision), approval of virements to use the SCITT budget effectively and approval of Riverside Mills lease.
=> All the above approvals were formally agreed by Trustees.

Chair of Standards report

Terms of Reference agreed. Nothing further to add – see K Inwood comments above.

COO report

A comprehensive report, pre-meeting briefing and COO documents 1-7 had been shared, together with prior discussion at Standards Committee. The following items were noted:

- Safeguarding training: requesting all the Trust Board undertake (login to be emailed)
- FOI request (racist incidents): nil return, compliant with the timescales
- MAT premises: to note that solicitors are progressing with the lease and searches

7.3 MAT reporting – Trust policies

Complaints (x5) & Data Protection: the COO explained the new Trust-wide draft complaints policy, based on DfE’s model complaints procedure and personalised to each of the five MAT schools. The Chair of Standards added that a point had been raised at committee about how a ‘complaint’ might be registered (not just in writing). It had been resolved that the five draft policies would stay the same, but with guidance for Principals to be aware and constantly vigilant of comments through Seesaw and social media etc.
=> Complaints Policies and Data Protection Policy (updated), as recommended for approval by Standards Committee – unanimously agreed by MAT Board

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8 AOB

- Annual register of interests: Trustees were reminded to return the updated form (now including name of spouse) by 8th October, prior to audit.
- Appointment of Auditors 2021-22: in response to J Midgley, the CFO confirmed that this was a responsibility of Members at their AGM in December; in light of earlier discussions (re-tendering not required), the proposal would likely be to re-appoint the auditors, subject to pricing.
- Local Plan: the Clerk and COO updated Trustees that Stage 4 Hearings had been held 29-30th September 2021, which had included discussions re Air Quality in West Vale. Further hearings were to be held, www.calderdale.gov.uk/localplan.
- IT Manager appointment: no progress made and remains to be re-visited.

9 Standing Item - specific MAT Board decisions

- Updated Scheme of Delegation and MAT Board Terms of Reference - **approved**
- Minutes of previous meeting 19.7.21 - **approved, subject to minor amendment**
- Recommendation to Members AGM re. expiring Terms of Office - **agreed**
- Public inspection of Trust documents - **Clerk to prepare a short statement**
- Trust Management Accounts 31.8.21 - **received and approved**
- Financial approvals required (as CFO document #3) - **agreed**
- Complaints (x5) and Data Protection policies - **all approved**

10 Future Meetings

13th December 2021 **Members AGM 5pm / F&P 5.30pm / MAT Board 7pm**

- possibly a hybrid meeting tbc; but the AGM to be held in person as a minimum (the Clerk explained that this was a legal requirement again, now that emergency measures under the Coronavirus Regulations 2020 have been withdrawn).

1st November 2021 **MAT training day** (at Carlinghow)

- all welcome, subject to Covid-19 risk assessment

In closing the meeting, the CEO thanked the Chair on behalf of the Board of Trustees, for his comprehensive work during the summer on the various schemes of governance.

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