

MEETING OF THE BOARD OF DIRECTORS

Minutes of the meeting held on 5 September 2018

Directors	Office	Term
Andrew Armour		23/12/2020
Gary Benn		23/12/2020
David Boatman	Vice Chair	23/12/2020
Melissa Challinor		23/12/2020
* John Luke		23/12/2020
Sarah Mitchell	CEO [Executive Headteacher]	Ex-Officio
Andrew Taylor	Chair	23/12/2020
* indicates absence		

In attendance

Tom Bennett Clerk

The EHT opened the meeting with a prayer

Action

36/18 Apologies for absence

Apologies were received and accepted from John Luke.

37/18 Chair

The Clerk took the Chair

The meeting noted Andrew Taylor was willing to be re-elected as the Chair for 2018-19, there were no other nominations and following a proposal from Melissa Challinor, seconded by Gary Benn, Andrew was unanimously elected as Chair.

Andrew Taylor took over the Chair

38/18 Vice-Chair

David Boatman said he was willing to be re-elected as the Vice-Chair for 2018-19, if no other Director wished to be elected. Following a proposal from Andrew Taylor, seconded by Andrew Armour, David was elected as Vice Chair.

39/18 Notification of AoB

None.

40/18 Notification of business interests/ self declaration

Directors are requested to:

- Declare a potential conflict of interest on any matters to be discussed at the meeting. None were declared.
- The Directors present completed the formal declarations of business interest form and it was **agreed to obtain a completed form from John Luke.**
- The Directors received and noted the HMRC Self Declaration of Fit and Proper Person form needed to be completed and signed by all Directors and it was **agreed** to forward and complete the form after the meeting.

Clerk

Clerk

41/18 Governance

a) Membership of the Board of Directors

The meeting noted the current membership of the Board and that the Board had agreed at its last meeting to appoint a member of the DPA LGB as a director following

Andrew Armour's decision to stand down as a DPA LGB Governor.

It was **agreed** to ask the Rev. John Saxon, a DPA LGB governor, if he would be willing to being appointed onto the MAT Board due to his Church role which would bring specific skills and experience to the Board.

EHT

b) Board's Code of Conduct

The meeting received and noted the Board's Code of Conduct setting out the roles and responsibilities of the Directors, what is expected of them in meeting those roles and responsibilities and how the Board should conduct its business.

c) Scheme of Delegation

The Directors noted there had been no changes to the Scheme of Delegation setting out the Board's, EHT's, LGB's and HT's delegated responsibilities and tasks and it was **agreed** to adopt them as they stood.

d) Audit Committee membership

The meeting noted the following were members of the Audit Committee for a period of two years.

- Andrew Armour [Chair]
- Mellissa Chalinor
- John Luke
- Paul Gray (independent member)
- Ursula Lyons (independent member)

e) Audit Committee's terms of reference

The meeting received and noted the Audit Committee's terms of reference.

It was **agreed** to approve the terms of reference as they stood and to request the Audit Committee to review them at their meeting on 8 November 2018 and present any recommendations to amend them at the next Board meeting.

AA

f) MAT's Financial Regulations

The meeting considered a draft of the MAT's Financial Regulations that had been amended to reflect the MAT's structure and the delegated roles and responsibilities as set out in the Scheme of Delegation and appendix.

It was **agreed** to adopt the Financial Regulations subject to the following amendments and to request the Audit Committee to review them and make any recommendations to further amend them at the next Board meeting.

AA

- Paragraph 5.2. - Staff Appointments should read:

"The Governing Body has approved a personnel establishment for the academy. Changes can only be made to this establishment with the express approval in the first instance of the ~~Personnel and Admissions Committee~~ Board of Directors who must ensure that adequate budgetary provision exists for any establishment changes."

- Paragraph 8.1. – Bank Accounts should read

"The opening of all accounts must be authorised by the ~~Governing Body~~ Board of Directors who must set out, in a formal memorandum, the arrangements covering the operation of accounts, including any transfers between accounts and cheque signing arrangements"

42/18 Policies

The meeting received and noted the list of policies, the body responsible for reviewing them and the review dates.

43/18 Corporate/ Strategy

The meeting received the 2018-19 School Development Plans for each Academy.

The EHT reported she had met with the DPA HT and Chair to review the key priorities for the Academy and had agreed the focus for change during 2018-19 will be:

- Senior Management providing a lead in teaching and learning in class
- Improving staff morale
- Consistency, improving pupil outcomes across the whole school
- Monitoring underachieving children
- Robust teaching throughout the school
- Tracking teaching and learning
- Assisting the Senior Management Team with staff performance management

The EHT and DPA HT had also met Essex CC admissions to discuss the future of Debden Academy and increasing the number of children joining the school from the current 23 pupils to 30. The Academy currently had sufficient space and facilities to take on more pupils and Essex CC would be willing to provide funding to support the Academy in growing its pupil roll, where necessary.

The meeting noted there were a number of children who would like to go to DPA but could not because Year 3 / 4 class was currently at maximum capacity. To allow new mid-year children to join the Academy, the Academy needed take a flexible approach in its class structure, such as children from Year 1 being taught in Reception that currently had only 9 pupils for 2018-19. This would help the Academy to cover the costs of a teacher and teaching assistant in Reception.

David Boatman stressed the SDPs needed to include clear targets, actions and outcomes to allow changes to be measured, particularly on key priorities like senior management providing a lead and staff morale. These could include the results of surveys, one-to-one interviews, staff turnover level and leadership reviews by external persons or organisations.

The meeting considered the GCPA's SDP and noted the Academy had had good outcomes in KS1 and KS2 in 2017-18 and that teaching and learning standards continue to improve.

The challenge facing the academy is that it is oversubscribed and is at maximum capacity. Currently there were over 20 children on the waiting list to join the school and a number of parents have appealed to Essex CC Admissions on the Academy's decision not to accept their children due to lack of places. Most of the appeals were for children of siblings already at the school. Each appeal cost the Academy both financially and in time.

The meeting discussed whether the Academy could increase its capacity to allow more children to join. It was agreed there was not enough space on the current site to provide more classrooms and facilities to increase capacity and the school would need additional land and building to take on more children.

44/18 Risk Register

The meeting received a draft risk register for the MAT that the Chair had drawn up. The register highlighted the significant risks facing the Academy, the actions and

mitigating factors that were put in place or planned to reduce the likelihood and impact of a risk arising. The register also recorded which Director was responsible for monitoring and reporting on each significant risk.

It was **agreed** to adopt the risk register with the following additions and to circulate the amended register with the minutes to all Directors.

EHT

- Safeguarding issues/ events on the register with a low likelihood score and a high impact score should a significant safeguarding issue arise.
- Ofsted inspection at DPA that could happen in the next six months with a high likelihood and impact score.
- Staff recruitment, retention and morale, medium likelihood and medium impact.

It was **agreed** to request the Audit Committee to review the amended risk register and to provide any comments and recommendation at the next Board meeting.

45/18 Safeguarding

The EHT reported she and Gary Benn had attended a Safeguarding training course that had covered the updated safeguarding statutory guidance implemented on 4th September 2018.

The EHT would be holding a safeguarding training session for those staff and governors who were unable to attend the external training course.

It is important for all Directors to have read updated version of DFE's statutory guidance on "Keeping children safe in education, 2018" and the EHT would be asking all Directors and staff to confirm in writing that they had done so.

It was **agreed** that Mellissa Chalinor should take over the responsibility for monitoring and reporting on the implementation of Safeguarding procedures across the MAT.

All directors, governors and staff have a duty of care over those within the MAT and are all responsible for monitoring, highlighting and reporting any safeguarding issues they observe and become aware of anything that could put children and staff at risk.

MC

ALL

46/18 Minutes

The minutes of the meeting held on 17 July 2018 were approved as an accurate and true record of the meeting.

47/18 Matters Arising

Minute 22/18 (a) – LGB Membership

The meeting noted that since the last meeting when the membership of each Academy's LGB had been agreed, two governors had resigned from the DPA LGB and there were now three vacancies, two parent governor vacancies and a General Member vacancy. The DPA LGB were meeting the next day and would discuss the necessary actions to find suitable candidates to nominate to the Board for appointment.

48/18 Finance

a) MAT's financial position

It was **agreed** to present the Management Accounts for the 11 months to 31 July 2018 to the Audit Committee to review the updated forecast totals against the budget totals for the year.

EHT

The meeting noted the Government had announced the National Teachers' Pay Award for 2018-19 will be higher than the 1% awarded in previous years. As this was

announced after schools and academies had submitted their 2018-19 budget returns, the additional increase will be funded by additional GAG funding. The MAT will need to review the impact on each Academy's 2018-19 budgets to ensure they remained in surplus. It was agreed to follow the National pay awards but that each Academy would need to review / amend its budget in order to do so without creating a deficit.

b) Requests for expenditure above EHT's approval limit

None.

c) Requests for expenditure from LGBs

None.

d) Charging and Remissions policy

EHT

The meeting received and **agreed** to approve the unchanged Charging and Remissions policy.

e) Investment Policy

EHT

The meeting received and **agreed** to approve the Investment Policy subject to the following amendment.

"Approvals to set up new deposit accounts or to make a change to the contract terms shall require the approval of either the Headteacher or deputy Headteacher and the Chair of ~~Governors~~ or Vice-Chair of ~~Governors~~ the Board of Directors."

49/18 Personnel

a) Staff Grievance and Discipline Policy

EHT

The meeting received the draft Staff Grievance and Discipline Policy and **agreed** it should be reviewed to ensure it reflected the structure of the MAT and the delegated responsibilities as set out in the Scheme of Delegation and appendix and that the revised policy should be circulated for approval before the next Board meeting.

b) Teacher Appraisal and Capability

EHT

The meeting received the draft Teacher Appraisal and Capability Policy and **agreed** it should be reviewed to ensure it reflected the structure of the MAT and the delegated responsibilities as set out in the Scheme of Delegation and appendix and that the revised policy should be circulated for approval before the next Board meeting.

50/18 EHT and HT's Performance and Pay

EHT

It was **agreed** to re-appoint Anne Fisher as the trained external adviser to support the Board in managing the EHT's performance and the EHT in managing the performance of each Academy HT.

51/18 Any other business

None

52/18 Date/time of future meetings

EHT/ Clerk

The meeting received provisional dates for future meetings of the Board and LGB's. It was **agreed** to review the dates and circulate them soon after the meeting.

Signed by Andrew Taylor [the Chair] on 4 December 2018