



**STAR MAT Board of Trustees**

**Minutes of the meeting held Tuesday 23<sup>rd</sup> October 2018 at 5.30pm at Tadcaster Grammar School**

**Present:** Clare Thornton-Eckford (Chair), Frances Dodd, Alison Smith (from item 6.6), Nick Shephard, Tom Fielden, Peter Wilson, Simon Peacock, Richard Coy

**In attendance:**

Martyn Sibley (Chief Education Officer, STAR MAT)  
 Melissa Boyes (Chief Finance Officer, STAR MAT)  
 Iain Tessier (Clerk, Governance Advisor – STAR MAT)

<p><b>1.0 Welcome, Apologies for Absence and Declarations of Interest</b>          The Chair welcomed all to the meeting.</p>	<p><b>ACTION</b></p>
<p>1.1 There were no apologies.</p>	
<p>1.2 There were no declarations of interest. The Clerk took collection of Trustees' annual business interest declaration forms.</p>	
<p><b>2.0 Election of Chair and Vice Chair</b></p>	
<p>2.1 Clare Thornton-Eckford confirmed that she was happy to seek re-nomination for the position of Chair. No other nominations were received.  <b>Resolved:</b>          Trustees elected Clare Thornton-Eckford as Chair of the Board for a period of one year.</p>	
<p>2.2 Nick Shephard confirmed that he was happy to seek re-nomination for the position of Vice Chair. No other nominations were received.  <b>Resolved:</b>          Trustees elected Nick Shephard as Vice-Chair of the Board for a period of one year.</p>	
<p><b>3.0 Business Interest Declarations</b></p>	
<p>3.1 Richard Coy to submit his business interest declaration form as soon as possible. The Clerk to liaise with Tom Fielden about the required declarations for his form.</p>	<p><b>RC, TF Clerk</b></p>
<p><b>4.0 Minutes of the Last Meeting</b></p>	
<p>4.1 <b>Resolved:</b>          Trustees agreed that the minutes of the last meeting on 19<sup>th</sup> July 2018 were a true and accurate record of that meeting and the Chair was duly authorised to sign them.</p>	
<p><b>5.0 Action Points and Matters Arising</b></p>	
<p>5.1 Action 1 – Completed.          Actions 2/3/4 – There was a brief discussion about how to develop Trustees' links to schools. It was noted that several visits to the various STAR MAT schools had taken place since last meeting. It was agreed that the Chair would take this matter to upcoming Chairs' forum to gauge the opinions of the LGBs. A trustee felt that at the very least the Board should be kept informed of key events at the schools so that they could offer their support as necessary. All were agreed that this would be a good idea and Mr Sibley would make arrangements for events calendars to be relayed to Trustees.</p>	<p><b>CT-E MS</b></p>

## 6.0 Governance Matters and Board Development

- 6.1 **Resolved:**  
Trustees approved various Trust Board appointments to LGBs, as per the report circulated prior to the meeting.
- 6.2 **Resolved:**  
Trustees approved the LGB structure and membership for the following settings:
- Kirk Fenton (inception to December 2018 and revised structure from January 2019 onwards)
  - Kellington
  - Tadcaster Grammar
- 6.3 Trustees noted the completion of ethos undertakings by relevant persons. The Clerk confirmed that this had been confirmed to the Diocese.
- 6.4 **Resolved:**  
Trustees approved procedures for LGBs, as per the relevant document circulated prior to the meeting, subject to a revised stipulation in relation to election of LGB chairs – chairs to be elected for between 2 and 4 years.
- 6.5 **Resolved:**  
Trustees approved a Code of Conduct for Trustees and Governors within STAR MAT.

*Alison Smith arrived at the meeting*

- 6.6 Trustees considered the LGB Pay Review Committee Terms of Reference. With reference to clause 1 under Headteacher's Pay, it was agreed that 'in consultation' with the CEO was too soft a statement. Thus, this to be changed to 'with approval' of the CEO. There was a discussion about the appraisal process used by schools and where policy approval in that area should rest. Mr Sibley noted that the schools followed the NYCC model appraisal policy. This provided a robust template for schools to follow. Trustees were content to delegate to LGBs formal approval of Appraisal policy and procedures. However, if it became evident that a school's appraisal processes were not robust or that policy was not strong enough/not being followed, then Trustees would invoke their power of veto and prescribe both a policy and procedure, as necessary.
- Resolved:**  
Subject to the amendment agreed above, Trustees approved the Pay Review Committee Terms of Reference to be used by LGBs.
- 6.7 The Clerk was instructed to ensure that the details of these approvals etc were communicated to LGBs and that relevant documents were uploaded to MinutePad as appropriate.

Clerk

## 7.0 Approve Memorandum of Understanding (MoU) with Sherburn High School

- 7.1 Mr Sibley reflected upon very positive meetings with the leadership of Sherburn High. Mr Fielden and Mr Shephard had been seconded to the Board at Sherburn High to help facilitate the planned transition into the MAT, subject of course to Sherburn High addressing its budget position. Mr Shephard had provided a legal perspective on the proposed MoU.
- 7.2 **Resolved:**  
Trustees approved the MoU with Sherburn High School. The Chair to sign the formal copy.
- 7.3 Several Trustees were concerned as to the mechanism for understanding whether Sherburn High was fulfilling the requirements placed on it as outlined in the MoU. Mr Sibley explained that he would arrange for reports to be presented to the relevant committee, outlining compliance or otherwise with the terms of the MoU.

MS

## **8.0 Approve Trust Strategic Plan 2018-2019**

- 8.1 With reference to the notes on the growth strategy, a Trustee asked about the identity of the two further schools to join the Trust. Mr Sibley hoped that one of them would be Sherburn High, as soon as was practicable. The Trust would also welcome Athlestan Primary submitting an application to join. Beyond that, the Trust should be most interested in bringing on board those schools that had worked with the cluster as part of the STAR Alliance. A general discussion followed.
- 8.2 As the names of several schools were floated, a Trustee asked what the limit should be on the size of the Trust – what was workable? Mr Sibley noted that it was all about getting a 'critical mass' and not straying beyond that. What that 'mass' was Trustees needed to determine in consultation with executive leadership. Another Trustee wondered whether STAR would ever go beyond a tight regional set-up. At the initial STAR conference there was talk of bringing in the 'lone wolves' in the rural areas surrounding Tadcaster. How far did that reach? Mr Sibley replied that all growth had to be sustainable. He envisaged growth to be 'local', although Trustees had to be mindful that the RSC might want to have a conversation at some point about STARs capacity to support vulnerable schools beyond its 'borders'. The Trust couldn't be seen as 'closing doors' to entry. Mr Sibley was clear that the Trust would not take on any school where it was felt that there was not the capacity to support school improvement. Mrs Boyes wished to point out that expansion of any sort would require back office and central functions to be better geared up to cope with the additional workload. Mrs Boyes talked about a pause and a period of consolidation and reflection – allowing everyone some time to work through the systems and resolve the issues required to get the Trust on a firm footing administratively. Mr Sibley was encouraged to put comments around capacity and considerations therein within the Strategic Plan. Further discussion followed.
- 8.3 Trustees discussed where KPI information should sit and how the process of monitoring progress would develop. It was noted that key documents would need to be stored on MinutePad and uploaded to the website – this to ensure the necessary transparency with stakeholders and other interested parties. An annual governance statement would be prepared in due course and this would provide an executive summary of progress to date in the various reporting areas. Briefly returning to that which was discussed in 8.2, it was agreed that the Trustees needed to publish a statement in relation to the formal growth strategy and from that Trustees could then work with Mr Sibley and Mrs Boyes on how many schools to take on and the timeframes involved. The Chair to work on this with Mr Sibley in due course.

MS

CT-E, MS

## **9.0 Chair's Report**

- 9.1 The Chair noted that she was working with NGA on how to be an effective chair. A government grant was covering the costs associated with this. LGBs chairs were accessing free training too.
- 9.2 Messrs. Fielden, Shephard and Dodd were invited to reflect upon their visit to Sherburn High. They noted a very positive outlook for the school, particularly when one factored in the space, capacity and kit that was available to them. The fabric of some of the buildings was, however, a drawback. There would be real benefit in having the school join STAR. Trustees were aware of the positive community feedback in relation to the new headteacher. Improvement initiatives had been well received.
- 9.3 Saxton, Tadcaster Grammar, Kellington, Kirk Fenton and Sherburn Hungate had all been recently visited by Trustees. Everyone welcome the opportunity to meet the staff and look at resources. It was noted that the position at Saxton was vastly improved - very encouraging signs.
- 9.4 With regards Monk Fryston, Trustees reflected on excellent results and the fact that the school was outstanding in many areas. There was a discussion about some of the interesting initiatives being rolled out by the Headteacher to support pupils' learning. Alison Smith confirmed that this was one of the top performing schools within the Diocese. Potential financial and staffing issues were alluded to and the capacity limitations and some pupil movement were also highlighted as things to keep an eye on.

9.5 There was a frank discussion about the range of needs across the Trust and where there could be areas for improvement and possible additional Trustee involvement.

#### **10.0 CEO's Report**

Circulated prior to the meeting. Mr Sibley immediately invited questions.

10.1 A trustee asked about the dynamics within leadership across the Trust. Mr Sibley said that he was meeting with heads regularly and that their discussions were very positive and largely operational. Currently the meetings were led by Mr Sibley and Mrs Boyes but Mr Sibley was hopeful that they would move on from this and that others would lead on various topics.

10.2 Were there any LGB's to keep an eye on? Mr Sibley noted some turbulence at Monk Fryston, Kellington and Kirk Fenton. Experience and engagement across the LGBs was variable. Trustees needed to offer support when it came to recruiting governors. The Clerk was invited to speak about how the Governor Support service could support recruitment. The Clerk reflected upon the fact that it was easier to gauge and respond to need when the LGB was being clerked via his service. It was noted that the Welcome to Governance sessions had been well attended and had generated some very positive discussions.

10.3 What was the CEO seeking to learn from other MATs? Mr Sibley replied that many MATs were on the same journey as STAR and that leaders were taking notes from each other as necessary. Conversations with other Trusts only highlighted the learning curve everyone was on. Mr Sibley had scheduled a meeting with Brigshaw Trust to look at how they were managing back office operations and dealing with capacity issues etc. Feedback on this in due course.

MS

#### **11.0 CFO's Finance Report**

11.1 Mrs Boyes apologised for the lack of detail around the numbers. There were ongoing issues getting the information from various sources. Mrs Boyes alluded to quite strained back office functions and lots of things coming at the business team all at once – everyone realised that it was going to be a challenging journey initially. The external auditors were in and were being very thorough. There were matters to address and these would be outlined, along with an action plan, in the report to next meeting. Mrs Boyes was taking steps to mitigate risk. All the MAT schools had been directed to follow consistent processes. Ensuring compliance was proving challenging with some settings. Mr Fielden, as Chair of the Resources Committee, was aware of the data accuracy issues. Income generation was an area that needed to be looked at but Mrs Boyes was frank about the fact that this and other matters were having to be sidelined to focus on core duties. The Trust also needed to explore how best to utilise the newly appointed Estates Manager. Mr Wagstaff was a good addition to the Trust. The MAT would be going out to tender on the cleaning contract. As noted at Resources, there were huge savings to be made. In this area. Trustees welcomed what looked like a 'quick win' for the finances. Questions were invited.

11.1.1 Was the CFO happy with the headline figures that were being reported? Yes and the hope was that there would be more clarity on the detail shortly.

11.1.2 A Trustee asked about MDIF. Mrs Boyes pointed out that the Trust was currently the subject of four statutory audits and that Trustees could be reassured by the level of external scrutiny. The MDIF auditors could be called in once the current audits were completed and from there the Trust would access MDIF funding.

11.2 Trustees noted how hard Mrs Boyes was working to ensure that the Trust was compliant in various areas and had the necessary financial information to prepare accounts and support the local schools. The documentation from NYCC had been unacceptable and not delivered in a timely fashion. Trustees acknowledged the ongoing challenges faced by Mrs Boyes and her team.

#### **12.0 Land and Buildings Collection Tool**

12.1 Mrs Boyes explained that a submission in relation to this was a DfE requirement – all property

information had to be stored in one place. To date there had not been time to correlate the information, although the CFO was acutely aware of the 5<sup>th</sup> November deadline. Submission in relation to the Church schools required certain approval from the Diocese. Also, the Trust was missing some of the title deeds and could not complete the submission until these had been received/confirmed. The Chair offered to support the CFO on this and Alison Smith offered to chase things up at the Diocesan end. All efforts would be made to meet the deadline.

CT-E, MB,  
AS

### 13.0 Trust Sub-Committee Reports

13.1 Minutes from the recent sub-committee meetings had been circulated. No comments or questions were lodged.

**Resolved:**

Trustees approved the committee's Terms of Reference

13.2 Alison Smith's colleague was able to offer either the 14<sup>th</sup> or 21<sup>st</sup> January for a training session on SIAMS and governance oversight of Church schools at MAT level. The Clerk to liaise with Trustees on the best date.

Clerk

### 14.0 Policy Review

14.1 **Resolved:**

Trustees reviewed and approved the following policies:

- Pay  
*The national pay award uplifts were approved. The clause in respect of advanced payments offered to NQTs to be removed. Minor typographical errors to be addressed.*
- SEND
- Safeguarding (the next iteration should provide for a better structure and presentation)

Finance and Resources-related policies

- Health and Safety
- Expenses
- Charging and Remissions
- Procurement  
*Following discussion the delegated limits were approved and noted by the CFO. Figure in bold on pg5 to read £50,000*
- Fixed Asset, Capitalisation and Depreciation
- Anti Fraud, Bribery and Corruption
- Surplus / Deficit  
*Remove article 3.3*
- Risk Management

14.2 **Resolved:**

It was agreed that, going forward, the listed finance and resources-related policies would be reviewed and approved by the Resources Committee.

14.3 There was a discussion about the proposed model Equalities policy. Given that age was a protected characteristic, a Trustee felt that this should be referenced appropriately throughout the policy.

MS

14.4 Trustees discussed the suggestion of introducing a Trust-wide Holidays in Term Time policy. Mr Sibley felt that it was important to gauge headteacher's views before embarking on this. The matter to be raised at a future heads meeting. Mr Sibley acknowledged the need to perhaps incorporate some creative solutions to boost attendance in certain settings. Mr Sibley was encouraged to contact parents about the importance of attendance.

MS

MS

14.5 Budget Management policy and Business Continuity Plan to be approved at the next meeting.

Agenda

## 15.0 Items to be Delegated or Communicated to LGBs

- 15.1 The Clerk to communicate with heads and chairs with regards the various and policies and procedures agreed at the meeting. Necessary information to be transferred to Minute Pad and/or the STAR MAT website.

The training programme available to both Trustees and governors within STAR had been highlighted. Ms Dodd noted that she had booked on various training courses. The importance of governor CPD to be covered at the forthcoming MAT Welcome to Governance sessions.

## 16.0 Any Other Business

- 16.1 Trustees were made aware of the need to establish a formal performance management process for the CEO and to set objectives therein. A performance management group to be agreed upon. This group would need to develop and recommend to the Board pay and appraisal policies for senior Trust wide appointments, such as the CEO and CFO.

### Resolved:

Trustees agreed that Messrs. Shephard, Smith, Dodd and Wilson would make up the performance management group.

- 16.2 Trustees authorised the CEO to proceed with developing an Admissions policy for the Trust. This policy to be presented to the Board at the earliest opportunity.

### Date of Next Meeting:

The Resources meeting on the 27<sup>th</sup> November to proceed as a full board meeting.  
The scheduled full board meeting on 11<sup>th</sup> December to proceed as planned.

*The meeting closed at 8.15pm*

	Action Points from the Meeting	Agenda Item	Person(s) Responsible	Date for Delivery
1.	Business Interest Forms	3.1	Richard Coy Tom Fielden Clerk	By next meeting
2.	Trustees links to school – raise the matter at Chairs' forum	5.1	Clare Thornton-Eckford	Due course
3.	Trustees to receive schools' events calendars	5.1	Martyn Sibley	Due course
4.	Information from item 6 to be relayed to LGBs and documents placed on to MinutePad	6	Clerk	ASAP
5.	Reports on progress addressing points in the MoU	7.3	Martyn Sibley	Due course
6.	Comments on capacity to be recorded in the Strategic Plan	8.2	Martyn Sibley	ASAP
7.	Statement on STAR MAT growth strategy	8.3	Clare Thornton-Eckford Martyn Sibley	Due course
8.	Feedback on meeting with Brigshaw Trust	10.3	Martyn Sibley	Due course
9.	Support to ensure Land and Buildings Tool submission was completed on time	12.1	Clare Thornton-Eckford Melissa Boyes Alison Smith	5 <sup>th</sup> November
10.	Best date for SIAMS training	13.2	Clerk	ASAP
11.	Ensure Equalities policy made necessary reference to age as a protected characteristic	14.3	Martyn Sibley	December meeting
12.	Gauge views on Trust policy on Holidays in Term Time	14.4	Martyn Sibley	Due course
13.	Contact parents outlining the importance of attendance	14.4	Martyn Sibley	End of term
14.	Info to LGB heads and chairs, uploaded to MinutePad and/or STAR MAT website	15.1	Clerk	ASAP

27/11/18