

## **STAR MAT Board of Trustees**

### **Minutes of the meeting held Tuesday 30<sup>th</sup> June 2020 at 5.30pm via Google Meet**

**Present:** Clare Thornton-Eckford (Chair), Nick Sheppard, Alison Smith, Peter Wilson, Simon Peacock, Richard Coy, Deborah Hastie, Tom Fielden

**In attendance:** Martyn Sibley (Chief Education Officer, STAR MAT)  
Melissa Boyes (Chief Operating Officer, STAR MAT)  
Ian Yapp (Chief Education Officer Designate, STAR MAT)  
Rob Holah (Estates Director, STAR MAT)  
Iain Tessier (Clerk, Governance Advisor – STAR MAT)

#### **1.0 Welcome, Apologies for Absence and Declarations of Interest**

**ACTION**

1.1 There were no apologies. Frances Dodd was absent. There were no declarations of interest.

#### **2.0 Minutes of the Last Meetings – 27<sup>th</sup> April 2020 and EGM 1<sup>st</sup> June 2020**

##### **2.1 Resolved:**

Trustees agreed that the minutes of the meeting, held on 27<sup>th</sup> April 2020, were a true and accurate record of that meeting. The Chair was duly authorised to sign the minutes. Trustees also approved the confidential minutes arising from that meeting and the Chair was duly authorised to sign them.

##### **2.2 Resolved:**

Trustees agreed that the minutes of the EGM held on 1<sup>st</sup> June 2020 were a true and accurate record of that meeting and the Chair was duly authorised to sign the minutes.

##### **2.3 Resolved:**

Trustees approved the minutes of the two Covid Task Force meetings, held 11<sup>th</sup> June and 15<sup>th</sup> June 2020.

#### **3.0 Action Points and Matters Arising**

3.1 Actions from the previous meeting had been addressed.

#### **4.0 Update on the Estates SCA Plan**

Prior to the meeting Trustees had received a report and appendices outlining the expenditure plan and costs per school. Rob Holah was invited to address the meeting.

4.1 Mr Holah highlighted the priority works. There was no hierarchy within this list, simply that all items listed had to be addressed as swiftly as possible. The allocation of funds against each of these projects was outlined. The costs per pupil had also been included. Following a more in-depth condition surveys of roofing, the MAT had reallocated certain of those funds earmarked for roofing works. Questions were welcomed. None were lodged.

##### **4.2 Resolved:**

Trustees approved the Estates SCA Plan as per the proposed plan and according to the costs outlined in Mr Holah's report.

*Rob Holah left the meeting.*

## 5.0 Approval of the Central Services Fee 2020/21

Prior to the meeting Trustees had received a proposal with accompanying statement and breakdown of the fees to be charged to schools.

5.1 Referring to the circulated documents, the COO noted that the offer to schools in return for the CSF was clearly illustrated. The services schools could expect from the MAT were laid out. All schools would now know exactly what to expect from the MAT and could seek redress if those services were not delivered as described. Primaries would be contributing 5.9% of income, with secondaries contributing 5.3% - these percentages included the 0.5% reserve contribution levy. The fee for the central core offer was higher but the reserve contribution expectation had come down. The CSF was affordable to all schools and had been reflected in start budgets. Questions were welcomed.

5.1.1 Why was the percentage fee different for primaries? Primaries had an assessment package built in – up to a value of £30k. This service was not used by secondaries and therefore it was unreasonable to charge them for it.

5.1.2 Was the scale of the increase understood by all school? Was the MAT expecting any kickback? The COO said that the increases were understood and yes there could be some kickback. Some governors might, on seeing the numbers, raised queries at the LGB meetings. SLT at TGS had raised some questions – which was reasonable given their almost £400k contribution. In mitigation, TGS was benefitting from the SCA allocation to the tune of £1m. The Trustee asked if value for money could be demonstrated. Yes absolutely. The back office structure had been built to deliver on the shared resources platform and ultimately save money across the piece. Mr Yapp noted that he would like to have KPIs that underpinned the services provided included in the future iterations of the CSF that was notified to schools. Everyone at the MAT was already seeing the benefits of having Mr Holah in post driving the estates and resources development.

5.1.3 The Chair welcomed the proposal and its timing. It was good that schools understood the rationale.

### 5.2 Resolved:

Trustees approved the Central Services Fee for 2020/21 as outlined.

## 6.0 Review of Widening Access in Schools

Prior to the meeting, Trustees had received a summary update report and information on the FSM scheme and Covid-19 expenses fund.

6.1 Mr Yapp indicated the numbers now attending schools. Attendance varied greatly from around 20% to almost 100% of permitted cohorts. The approved risk assessments were working well in practice. There were some ongoing concerns around cleaning and catering – the nutritional value of the packed lunches needed addressing. The Trust was moving to the Edenred FSM vouchers scheme from next week. Yes, the prior use of this system had caused problems but, for various operational reasons, it was now necessary to use this scheme. Mr Yapp acknowledged that there could be some flux on transition. The home learning offers were being reported and discussed at upcoming LGBs. Google classroom and Tapestry were being utilised heavily for this purpose. Direct online lessons would be trialled in several Trust schools before the end of term. The schools reported that they felt more prepared now for a blended learning offer. The next steps would be dictated by the formal guidance, due to be issued on Thursday. Revised legislation was due to go before Parliament on 13<sup>th</sup> August, thus it was likely that a meeting of at least the Covid Task Force Group would be required after that date but whilst on the summer recess.

6.1.1 A Trustee asked about the home learning offer such as it was. Nationally, the engagement figure being reported was around 50%. The Trustee was concerned about the long-term impact, both of engagement and the quality of the offer being provided. Mr Yapp conceded that he could not say how many children exactly had engaged with the online learning. He did know that staff and schools were following up as far as they could where concerns were evident. Perhaps more important was to quantify and assess how worthwhile engagement had proved to be. Some children might be completing the work set but if the standard of that work was poor then one would have to reasons that this was not going to have a very positive effect on that individual's learning

and progress. In the autumn, schools would be using a suite of assessment tools to judge where pupils were at and what was needed to take the next steps. In the upcoming LGB meetings, headteachers were being asked to qualify and quantify their own local position. The Trustee was worried that headteachers might not fully know about levels of engagement. Whilst Mr Yapp acknowledged that formal data had been gathered at Trust level, he assured Trustees that headteachers knew exactly what the numbers were in relation to their setting. Mr Yapp reiterated that whilst follow-up was done with children and families where engagement was limited, it was very challenging, given the legal position, to insist on engagement, frustrating as that could be.

6.1.2 Had parents been asked whether the online provision their child had received had been welcomed and of good quality. Mr Yapp thought that this would be a good idea. It did need to be noted that as more pupils returned to school, the online learning offer would reduce as staff time was taken up preparing for and delivering for those children in school. The Trustee asked whether there were lessons that had been learned in all of this. Yes, there definitely had been. Everybody had been on a steep learning curve, delivering to children along the way. What had been learnt might be very valuable in the event that a local lockdown came in somewhere down the line etc. The Chair asked if the Board needed to host a questionnaire. Mr Yapp welcomed this. Options would be looked at for bringing this on stream. Further general discussion followed.

ALL

6.1.3 Could PP monies be used to purchase hardware? Ostensibly yes. However, one had to reflect on the government's offer re: getting ICT into schools – it was all over the place. Chromebooks had only been offered to vulnerable learners in Y10. The Trust had been offered only a fraction of what it required before, out of the blue, being given more devices. If budget was going to be used then delivery had to be assured. Budget reserves could also be used to purchase technology and schools were being encouraged to look at this. Mr Yapp added that all school leaders were going to be looking at re-tasking. A Trustee reiterated a point from the previous meeting, namely should the Board mandate around investment in technologies that supported (online) learning. The CEO pointed out that the Trust was finalising its digital strategy and pupil entitlement therein, the latter being the crucial part of the commitment offer. Decisions may well be needed thereafter. This topic would be discussed at the planned away day.

ALL

6.1.4 A Trustee had seen the just announced plan for students to resit exams, in the event that the grade awarded was not what they were expecting. What impact would this have on the secondaries? The CEO confirmed that exam boards were looking at offering a first sitting. Some schools had already indicated that this would be very complicated to administer. The proposal was well-intentioned but the practicalities were substantial. What the CEO did expect was a focus on core subjects and a necessary thinning of the curriculum next year.

6.2 The COO said that cleaning had been a long-standing issue. The Trust had arrived at the point where it had to finalise its long-term arrangements. The matter could not be put off any further. The contract with RCCN was becoming ever more time consuming. The COO spoke frankly about issues relating to compliance and professionalism. Statutory requirements were not being delivered upon. RCCN was not professional enough. The potential liability and risk were unacceptable. The contract represented 2.3% of GAG, so it was not small amount of money being talked about. Value for money had to be improved. The executive was recommending to move to tender immediately. The COO and Mr Holah intended to have a proposal in place for a decision by the Board early in the Autumn term. Bottom line, the Trust had to ensure that schools were clean. Mr Yapp noted the potential for reputational risk had to be addressed.

MB, RH

6.3  
**Resolved:**  
Trustees agreed to move to Tender for the cleaning contract.

6.4 The financial impact of Covid-19 fallout had to be addressed. Following assessment of the reimbursement scheme, the MAT could not access the Covid-19 expenditure system. The reserve balance being better than expected was part of the reason why. £60k had been spent on essential items. The question now was who should foot the bill? The COO believed that the schools should be directed to pay for items they had directed the Trust to purchase on their behalf. Those items that had been purchased centrally by the Trust to satisfy the terms of the guidance should be picked up by the MAT. Going forward, the schools should pick up the charge for consumables.

Trustees were content to proceed on that basis.

6.4.1 A Trustee expressed shock that the Trust could not claim – it was not as though they had any other option but to purchase items. The £60k of incurred costs was monies that could have been spent on children; instead it had been spent on things like extortionately priced face masks. Other Trustees made similar observations. The CEO could understand the strength of feeling, however, the devil was always going to be in the detail.

6.5 The COO fielded several queries linked to FSM applications and Covid costs in certain settings.

6.6 The COO reported to Trustees that HR advice had said that the Trust could not award a retainer to exam invigilators without consultation. The total outlay on these members of staff in the previous year were as follows: TGS £32,378, SHS £36,263. Could the Trustees consider a 25% of salary payment to individuals as a goodwill gesture? A Trustee believed that the HR advice was patently incorrect. A Trustee pointed out that such staff might well be needed as early as October or November. The COO believed that the Trust did need to make them an offer, based on its previous communications. Several Trustees agreed with the assessment of their colleague regarding the HR advice. A retainer was permissible – other professions use this mechanism all the time. Possibly phrasing it as an ex-gratia payment might achieve the desired outcome.

**Resolved:**

Trustees approved that the matter be delegated to Nick Sheppard and the COO to achieve a solution within the parameters already outlined. The outcome to be reported in due course.

NS, MB

6.7 A Trustee wished to note the professional and positive communications with parents from the Trust. Theirs had been far better than the Trustee had seen elsewhere from other Trusts/schools. The CEO welcomed the feedback.

6.8 Were any headteachers raising the issue about summer learning and the use of sites etc? School leaders were not keen on this. Headteachers had found it useful having the umbrella of the MAT to operate under when it came to group decisions on things like this. Following the latest DfE announcements, it was clear schools would not be expected to open and indeed the MATs schools would not be open over the summer break.

**7.0 Governance Development**

Prior to the meeting, Trustees had received the following information and documentation:

- Proposed LGB reconstitutions for Riverside, South Milford and Sherburn Hungate
- A confidential LGB risk assessment
- A proposal to establish a Critical Action Team (equivalent of an IEB) for Kellington
- Support measure proposal for Sherburn Hungate LGB
- An updated LGB procedures manual
- Summary report and commentary for Evalu8 governance review (repeat) exercise
- A governor biography
- A governor application form

7.1 Trustees had considered Ed Ball's application to become a governor.

**Resolved:**

Trustees agreed with the recommendation that Mr Ball should be appointed as a Trust appointed governor at Kellington Primary and that he should join the CAT, subject to its approval.

7.2 Jill Hodges wished to stand down as a Community Member of STAR MAT. Trustees supported Ian Butler's candidature to be a Community Member of STAR MAT. This matter would be put to Members for their approval.

Clerk

7.3 Trustees wished to support the motion to have Martyn Sibley join the Board of Trustees, upon his resignation as CEO. Trustees were keen to secure his experience as they moved forward with their strategy and governance plans. This matter would also be put to Members for their approval.

Clerk

<p>7.4 The Governance Advisor presented revised LGB procedures for Trustees' approval. The changes were illustrated.</p> <p><b>Resolved:</b> Trustees approved the revised LGB procedures as presented. Trustees were happy for Alison Smith to send through the DBE guidance on removal of Foundation Governors for inclusion in the procedures.</p>	AS
<p>7.5 <b>Resolved:</b> Trustees approved the recommendation that the Governance Advisor's support hours be reduced from 6 hours per week to 5 hours per week.</p>	
<p>7.6 The governor training records to be considered at the first autumn term meeting.</p> <p><u>LGB risk assessment</u> A confidential risk assessment had been circulated prior to the meeting.</p>	Agenda
<p>7.7 Trustees understood the need for an urgent intervention at Kellington to deal with an acute lack of capacity and board leadership.</p> <p><b>Resolved:</b> Trustees agreed that a Critical Action Team (CAT) should be put in place and that the CAT should assume the delegated powers from the LGB, as per the Scheme of Delegation. The LGB to remain in place so that it could resume its duties once the governance issues were resolved. The CAT to be in place initially until 31<sup>st</sup> December 2020. Clare Thornton-Eckford would chair the CAT. Richard Coy, Simon Peacock and Peter Wilson would join the Chair and the remaining governors of the LGB on the CAT.</p>	
<p>7.8 Trustees were also cognisant of the need to provide additional support to Sherburn Hungate's LGB. They too had a capacity issue, albeit to a slightly lesser extent than Kellington. There were also question marks about the Chair of LGB's intention to remain in post and what commitment she was able to give to the role. It was agreed that the Chair should approach her counterpart on that matter. Notwithstanding that conversation, Trustees were keen to bolster governance and to provide the LGB with someone who could add to their knowledge base and boost engagement.</p> <p><b>Resolved:</b> Subject to Members' approval of his nomination to become a Trustee, Mr Sibley to join the Sherburn Hungate LGB on a temporary basis to add capacity and support board leadership succession planning.</p>	
<p>7.9 The Governance Advisor was asked to summarise the concerns that had been expressed in several quarters with regards local board leadership at Appleton Roebuck. The new Chair was very committed to the school but was relatively inexperienced and there were question marks about their understanding of the role and their ability to challenge the operational leadership of the school. Trustees discussed the situation. It was agreed that Deborah Hastie should attend the next LGB meeting, both in her capacity as the link Trustee to the school but also to assess the function of the LGB. The Chair noted that she had been unable to contact her counterpart at AR, to discuss the issues raised by the Governance Advisor. The CEO had a planned meeting with the headteacher and intended to raise the matter of board effectiveness and development. The CEO was asked to comment on his current concerns about a lack of challenge on the LGB. The LGB certainly required a strong chair of governors.</p>	DH
<p>7.10 The longer term direction of governance would be discussed at the forthcoming away day.</p>	ALL
<p>7.11 <u>Evalua8 governance review</u> The Chair reflected on a very positive revisit of this exercise. It was clear to the Chair that she needed to take action to address the responses in relation to assessing Trustee performance and how are individuals taking forward their own development. Strategic plan to be raised at the away day. It was noted that CEO accountability also needs to be clarified.</p>	CTE

7.12 The Governance Advisor referred Trustees to the latest NGA guidance regarding how to stage meetings in the Autumn Term. The GA also outlined the CYC position and how this would dictate the Clerking of meetings. Limiting non-essential visitors to school would be important as schools returned to full student capacity in September. There was a round-table discussion. The CEO believed that virtual meetings should remain in place until half term – they had worked well in the intervening period. The GA supported this position. The only exception being that schools should be encouraged to hold face to face meetings for governor panels.

**Resolved:**

Trustees agreed that governance meetings should continue to be convened virtually until at least October half-term. The only exception being panels, which should take place face-to-face providing that the appropriate risk assessments and safety measures were in place for hosting external visitors. This position to be reviewed at the Trust Board meeting on 20<sup>th</sup> October.

**Agenda**

**8.0 Approve Meeting Schedule for 2020/21**

A draft meeting dates schedule had been circulated prior to the meeting.

**8.1 Resolved:**

Trustees approved the meeting schedule as circulated. The Clerk to circulate these dates as necessary.

**Clerk**

**9.0 Policy Review and Approval**

**9.1 Resolved:**

Trustees approved a policy for dealing with unreasonable and serial complaints; this linked to the Trust's overarching complaints procedure. This would be reported to LGBs and noted on websites.

**9.2 Resolved:**

Trustees approved a further addendum to the Child Protection and Safeguarding policy. A typographical error was pointed out.

**10.0 Items to be Delegated or Communicated to LGBs**

10.1 Via the planned chair of governors' forum, the executive would outline the notion of a CAT and intervention support measures, the role of link Trustees and the planned amendments to the Scheme of Delegation.

**11.0 Any Other Agreed Business**

**11.1 Resolved:**

Trustees approved a revised Charging and Remissions policy at the behest of the COO.

11.2 There was a brief discussion about the scope and schedule for the planned virtual away day on 10<sup>th</sup> July. The away day to start at 9am.

11.3 Trustees asked the CEO and Mr Yapp to pass on their thanks to all staff in the Trust for their efforts during what had been a challenging and stressful period for all involved with operating schools.

**Date of Next Meeting:**

FAR Committee, 16<sup>th</sup> July at 5.30pm

*The meeting closed at 8.05pm*

	<b>Action Points from the Meeting</b>	<b>Agenda Item</b>	<b>Person(s) Responsible</b>	<b>Date for Delivery</b>
1.	Compile questionnaire to assess the value of the Trust's online learning offer	6.1.2	ALL	Beginning of Autumn Term
2.	Discussion on Trust's digital strategy	6.1.3	ALL	Away Day
3.	Proposal re: cleaning contract tender	6.2	MB, RH	November FAR Comm
4.	Find solution for goodwill payment to exam invigilators	6.6	NS, MB	ASAP
5.	Resolutions to Members for approval	7.2 7.3	Clerk	ASAP
6.	DBE guidance to add to revised LGB procedures	7.4	AS	Due course
7.	Attend AR LGB meeting and feedback	7.9	DH	Feedback 16 <sup>th</sup> July
8.	Discussion on longer-term direction of governance within the Trust	7.10	ALL	Away Day
9.	Following evaluation exercise, consider how to assess Trustee contribution and CPD and how to quantify CEO accountability	7.11	CTE	Feedback in Autumn Term
10.	Circulate Board meeting dates	8.1	Clerk	By end of term

**Items for autumn term meetings:**

- Review of Governor/Trustee training records (September)
- Review of whether meetings need to continue in virtual format (October)