

STAR MAT Board of Trustees'

Minutes of the meeting held Tuesday 20th October 2020 at 5.30pm via Google Meet

Present: Clare Thornton-Eckford (Chair), Nick Sheppard (from item 2), Tom Fielden, Peter Wilson, Richard Coy, Deborah Hastie, Frances Dodd, Alison Smith, Simon Peacock

In attendance:

Ian Yapp (Chief Education Officer, STAR MAT) – from item 3
Melissa Boyes (Chief Finance Officer, STAR MAT)
Iain Tessier (Clerk, Governance Advisor – STAR MAT)
Lyndsay Greathead – AVEC HR (for item 2)
Diane Houghton – AVEC Business Team (for item 3)

1.0 Welcome, Apologies for Absence and Declarations of Interest

The Chair welcomed all to the meeting.

1.1 There were no apologies. There were no declarations of interest.

2.0 CEO Recruitment – Presentation and Discussion (led by AVEC)

Lyndsay Greathead was invited to address Trustees.

Nick Sheppard entered the meeting

2.1 From an initial conversation with the Chair it was felt that a conversation with the full Board at this point would be beneficial to canvas views on the way forward. The current CEO post was temporary and now was the time to be looking to make that position permanent and deciding upon the recruitment strategy. If the Board did want to consider external candidates, there were time constraints to factor in. Trustees were invited to outline their favoured strategy.

2.1.1 The Chair noted the excellent input of the current CEO in managing the Covid situation. The Trust was not much further forward structurally as a result of Covid. There had been extremely positive feedback from school leaders about Mr Yapp. The Chair was personally very happy with Mr Yapp's performance thus far and would be comfortable about making his a permanent appointment. A Trustee agreed, noting his strength of leadership and commitment to taking forward the agreed strategy, even in the midst of a challenging time for the Trust's schools.

2.1.2 A Trustee asked whether the interim appointment could be extended, given that Mr Yapp had been prevented from looking closely at the objectives set out pre-Covid? The appointment could be extended, however, this could only be for a limited time frame and was not advisable at this stage. The Trust Board really needed to look at the longer-term and its recruitment process. A Trustee had been similarly impressed with Mr Yapp how he had dealt with the past six months (even though he had only formally been in post a month), however, the Board should be diligent and measure him against other candidates. The Chair did not advocate an extension to the interim appointment. The COO pointed out that if the post were extended, there would be backfill issues at Riverside Primary.

Frances Dodd entered the meeting

2.2 If the Board wanted to go external, it was advisable to be ready to start the process in January, as this would give the Trust two chances to advertise the role. However the process was taken forward, the Board had to demonstrate that it was selecting the right candidate. Mr Yapp's

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capabilities would be illustrated, if measured against other candidates. A Trustee commented that going external gave the process most validity. Another Trustee said that by setting clear skills parameters, the qualities Mr Yapp had shown thus far in the leadership role could be set against a comparator - at this stage the Board did not have a mechanism for comparison. A Trustee accepted their colleagues point but noted that the rigour of the interim process should not be forgotten. There was an in-depth process at that stage. What would the Board be looking for in the substantive post that it had not already been looking for when making the interim selection? A Trustee remarked that they had a very capable educationalist in the post but to see due process they would want to see robust process that involved external advertising. Further discussion on the virtues of internal and external processes were debated. Views were expressed on both sides of that debate.

2.3 Ms Greathead asked if anyone else would have applied internally if the role had been permanent rather than interim at that point. The Chair acknowledged that only Mr Yapp had submitted an expression of interest. There was consensus that, at the very least, there needed to be a further internal recruitment process. Ms Greathead indicated that a further internal process was the minimum required to satisfy the recruitment process from a HR perspective. A Trustee said that everyone had to be clear about what they were looking for criteria wise in the long-term appointee. The Board might feel a duty to Mr Yapp but it also had a more important duty to deliver the best for the Trust. Being self-congratulatory about how the Trust had navigated Covid risk missed answering the bigger question about whether the Trust had a process that would deliver the individual with the best qualities for the CEO role. Ms Greathead asked if the job spec for the interim post would be the same as that for the permanent role. This required further discussion beyond the meeting. It was noted that NYCC had advised the Board previously and the full recruitment pack was saved on file.

2.4 There was a final debate on whether to run a purely internal or move to an external recruitment process. Trustees were invited to outline their final positions on the matter. The Chair brought the discussion to a close and a vote was held.

2.5 **Resolved:**
Trustees agreed that the process of CEO recruitment should be subject to an external process. The Chair noted that this decision was based on the view that the Trust needed to undertake as rigorous a process as possible.

2.6 Ms Greathead would circulate the recruitment timeline. A panel could be chosen in due course thereafter. An advertisement would go out in January. The Board could look to have an initial meeting to look at the job specification and requirements and choose the panel at that point.

Lyndsay Greathead left the meeting

Ian Yapp and Diane Houghton entered the meeting

3.0 **Central Services Review Discussion with Trustees (facilitated by AVEC)**

Background information had been circulated prior to the meeting. Diane was invited to address the meeting.

3.1 Trust staff were thanked for taking part in the review, the majority had engaged with it in the spirit that was intended. There were real positives emerging from the review. The professionalism of the team was highlighted. Equally, there were some recommendations designed to bring about improvements in the way the MAT operated. The review process had focussed on structures, capacity and whether individual business elements were fit for purpose. The review had considered both MAT led and school led services and benchmarked these with comparator MATs. Interviews with headteachers had been conducted as if they were customers of the MAT. There was qualitative as well as quantitative data. 77 staff members had been approached via survey or interview. The exact services within the scope of the review were clarified (as per the report). Trustees' attention was drawn to the key findings. The Trust was responding already to issues identified in the review.

- 3.2 The Chair asked about the comment that the 'approach to recruitment did not support school improvement' – what did that mean? The quality of recruitment processes had been questioned – did they ensure that the best people were brought into the Trust. There was a view that no strategy existed to support school improvement through recruitment. It was noted that the people strategy was already being looked at and matters had been in train for some time.
- 3.3 The overall satisfaction by service data, as according to Headteachers, was summarised. AVEC had considered recommendations that they believed would be supported by leaders across the Trust. Prior to going through the recommendations as laid out in the report, it was important to note that STAR's position as a Trust was typical of those seen elsewhere; in terms of size, what it charged and the way it charged and how it had delivered given its swift expansion and overall size. The recommendations in the report were summarised. Of the key concerns – improving the Central team's capacity and removing the reliance on key persons stood out. A central services strategic plan was very necessary. Trustees had to be able to monitor the central services team. Steps had been taken to address the organisational structure and outline clearly how services would be delivered to schools. The Trust should consider, however, maximising the school-based admin staff, namely the SBMs. The Trust had not removed the SBM posts (as other Trusts have done) and this was not a recommendation given the value that was clearly attached to those staff by Headteachers.
- 3.4 The Trust did now outline what schools would get from their recharge. The MAT should now look at improvements to build on these reporting process – KPIs, for example, outlining clear expectations at MAT and school level for engagement with central and school-led services. When asked by a Trustee whether the MAT had an appeals process, as per requirements in the AFH, the COO confirmed that they did and schools had clear recourse if they felt they were not getting value for money. Indeed, one school had already used that system and a response to that would be forthcoming shortly.
- 3.5 Headteachers still felt there was room for improvement in both the timeliness and accuracy of budget and other financial information. A root and branch analysis of processes had been recommended. Everyone needed to be clear about the cycle of reporting in a MAT. SBM skills could be used to support improvements, particularly with support for smaller schools whose capacities in this area were more limited. The COO could call upon AVEC and others for external scrutiny of any review process. It was noted that many of the recommendations in this area had already been actioned. Similarly, a benchmark led procurement strategy was required. The ability to demonstrate value for money through having central team was crucial to member schools. Driving efficiencies came from having a coherent strategy. The COO noted that the new look central team did now have capacity to look at delivering such a strategy.
- 3.6 A number of stakeholders had raised concerns about alignment across statutory and other key policies. A review of the current statutory policies and employment policies used across the Trust was recommended.
- 3.7 The Trust was well aware of the need to heed concerns raised about the standards of catering and cleaning in the schools. The COO noted that the cleaning contract was out to tender and discussions were taking place about the future of catering services.
- 3.8 AVEC had pointed out in the report how the Trust might use the increased capacity in the new look central team to drive improvement of central services going forward. The Trust should consider what any proposed model / way of working would look like to headteachers and whether that would be viewed positively. Of course, not all proposals had to be liked but they had to be seen as having merit and being effective. It was now for Trustees to take ownership of the action plan, to whatever extent deemed necessary.

Diane Houghton left the meeting

- 3.9 The Chair asked if grouping the SBMs to work across the schools was the implied suggestion in the report. Yes this was the case. The COO said that there were some merits to this approach, however, the Trust would have to be very clear about time allocations for each school and individuals would need to stick to that and not just favour their 'home' school. The secondary schools would definitely need full time support and therefore their business managers would have limited capacity to help elsewhere. A general discussion followed.
- 3.10 A Trustee said that schools leaders needed to be clear on where to go for support for certain services. Within that, the MAT had to be clear about what individual post holders should be able to do and whether they had the skills to do it. The CEO believed that they needed to consult leaders on the options available.
- 3.11 The COO wanted to prepare a full management response to the review, even though several of the issues in the report had already been fully tackled, some directly in line with AVECs recommendations. Everyone agreed that there were no surprises in the report. The CEO did not want any action plan to be standalone; rather what was being taking forward from the recommendations should be incorporated into the one strategy document. That way everything remained joined up and nothing was missed because it was on a separate plan. Trustees also favoured this approach. Trustees also wanted the MAT to be clearer on where appeals should be lodged depending on its nature; not everything ending up with Melissa (as had been the case to date). The Chair welcomed the progress with the management response being discussed at her fortnightly meeting, with a view to the full response being delivered at the November FAR Comm meeting.

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4.0 Minutes of the Last Meetings – 29th September 2020

4.1 Resolved:

Trustees agreed that the minutes of the meeting, held on 29th September 2020, were a true and accurate record of that meeting and the Chair was duly authorised to sign them.

5.0 Action Points and Matter Arising

5.1	Return Business Interest forms (if not already done so)	Completed.
	Report outlining the digital strategy for the Trust	On agenda.
	Contact potential governor	RC had spoken to the governor concerned. They were clearly keen to contribute but wanted to take some time to consider whether they had the time and capacity to commit to a governor role. The matter was set aside, pending any response from the individual.
	Letter to staff and stakeholders	Completed.
	Contribute to working group looking at staff wellbeing	Ongoing.
	Draft a response on proposals for local authorities going forward	Completed. The FD at NYCC had contacted the CEO about meeting with Director of CS.

6.0 Finance

Prior to the meeting Trustees had received schools' year end balances, a variances analysis report and a budget monitoring report for the autumn term.

6.1 The COO highlighted the following:

- The end of year audit was ongoing but proceeding well. The year-end would see the Trust hold a positive balance of £898,494, a variance of £794,192 on the projected budget.
- The budget processes at school level needed further review, as the Trust could not identify the nature of all of the variances concerned. Fortunately, the majority were positive but if matters had been going in the other direction, there would have been no way of tracking this properly – leading to a major issue.

- There were hidden expenses to come in 2021 (supply and other Covid-related costs) that were not budgeted for. The Trust would also face a challenging position due to the lack of lettings and impact on other income streams.

6.1.1 What was the Trust doing about budget planning in this turbulent period? The projected in-year deficit meant that the EFSA were coming in to make suggestions on improving budget management. The schools needed clear protocols on budget setting. The COO acknowledged that they were still lacking the in-depth commentary to underpin the numbers being generated on Sage. For example, on staffing, a known quantity in many respects, why were there any large variances at all? The CEO did note that leaders were working in the face of lots of unknowns this year but it was true that not all heads understood their budgets well enough and this was highlighted even more greatly during a time like this.

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6.1.2 Responding to a challenge about identifying variances better, the COO confirmed that these would need to be accounted for to Trustees and Members come the time of the final accounts and the AGM. Asked to respond to the level of variance, the COO said that this had not been a great surprise as, given the recent period with schools closed, the team had known that the finances would come out far better than expected. Three major variances were known. Brayton ended up receiving all of its grant income (NYCC had withheld this initially). The situation at SHS had been discussed at last FAR meeting and the £200+k variance had been examined. The TGS variance was a combination of action taken and the closure of the school realising some significant cost reductions. However, moving forward, TGS required full-time SBM support – the vacancy in school business support meant that there was not the appropriate resource to manage the £8m budget and this was a worry. The Headteacher had been requested to move on recruitment in this regard. The CEO pointed out the big swings in other variances at school level. For example, Riverside lost £80k in income but made similar savings as a result of Covid mostly closing the school. The COO pointed out the need to develop a ‘waterfall chart’, which would best demonstrate the picture.

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6.1.3 A Trustee asked whether the Trust should be prescribing the use of catch-up funding or leave this matter to local school leaders and LGBs. The CEO's view, having consulted with headteachers and SIPs and looked at baselines, was that the schools needed to have discretion to deploy funds according to their needs. Some, for example, wanted to invest in reading resources, others wanted to focus on pastoral needs. It was also dependent upon what level of resources were already in place to support students – you would not use catch-up funding for one area if internal provision was already good. The Trustee wanted assurance that they would get some top level information on allocation and impact of catch-up funding, in order to scrutinise local level decisions. The CEO assured Trustees that they would but local governors would first need to assess the progress of initiatives, having given leaders the opportunity to bid in some of the new resources.

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7.0 Outcomes and Destinations Report

Circulated prior to the meeting.

7.1 The outcomes were centre assessed grades and everyone was aware of the publicity, good and bad, surrounding this. The two secondary schools had done an excellent job supporting young people in their settings. The data was not comparable to previous years or even the national picture. The RSC had said that data from this year should not be used for anything.

7.1.1 A Trustee raised issue about feedback they had received from parents re: the sixth form response at TGS. This appeared to have been lacking in some areas, particularly the ability to contact members of staff. The CEO welcomed the feedback – he was not aware of the specific grievances concerned but would look into the matter. The Trustee noted that it seemed there were lessons to be learned from this process.

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8.0 Safeguarding

Mr Sheppard was invited to feedback on his meeting with Cayte Mulhern.

8.1 One of the initial priorities was to establish a DBS policy/protocol. Standardising training for staff and governors was also high on the agenda. There would be an annual review process with staff, whereby school leaders could address any concerns raised around safeguarding. Cayte Mulhern was in a better position to utilise her two days support to Trust and her safeguarding brief, now that Covid preparations at TGS were completed. The intention was to encourage individuals to use the portable DBS provision and Ms Mulhern had a plan to improve safeguarding-related records and record keeping in schools. Raising awareness about safeguarding and ensuring staff and governors were as well trained and informed as possible were two of Ms Mulhern's main objectives.

8.2 In the event of another lockdown, the Chair raised concern that non-vulnerable pupils were largely overlooked during the previous closure period. This was maybe not such an issue at primary level but at secondary level form tutors should be trying to contact all pupils. The Chair had been pleased to see the MAT respond to the concerns raised. The CEO felt that this was a good juncture to speak about the consultation on the remote learning protocol, which would be announced shortly. As part of this provision, there would be clear lines of communication to DSLs in all schools. Trustees welcomed this news.

9.0 Health and Safety / Covid-19 Update

Verbal update.

9.1 Mr Holah was embarking upon significant H&S audits with all schools. The outcomes of these would likely lead to proposals for further SCA investment (to FAR Committee). A Covid update would be given at the task force meeting planned for tomorrow.

10.0 Digital Technology Summary Report

An executive summary and individual audits for each school had been circulated prior to the meeting. The management response and action plan was verbal feedback at this stage.

10.1 The COO had met with the Chair and Mr Fielden, Chair of the FAR Committee. It was acknowledged that there was a lot of work still to be done. Understanding the full picture re: critical infrastructure was imperative. Hardware and broadband capacity in schools also both needed to be addressed, otherwise any home learning offer would not be as effective as necessary. The Chair asked link Trustees to focus on the audit that related to their link school and gauge what schools needed to take matter forward. The COO said that the digital strategy was the next big cog that the Trust needed to fit into place.

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10.1.1 A Trustee raised the prospect of the longevity of Chromebook devices. The COO replied that such devices should be lasting five years. The Trustee noted a backlog on repairs of currently issued devices. It was agreed that this matter be examined outside of the meeting.

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10.1.2 Who within the MAT currently had the capacity and experience to lead on an ICT infrastructure project? The CEO acknowledged the lack of either in this area. External support would certainly be needed. Historical underinvestment at school level was highlighted as a major hurdle to progress. A Trustee said all the more reason to use capital funding to invest in the digital strategy. The CEO agreed. The Chair noted that the Board would fully support efforts to drive this project forward swiftly. The lack of capacity was understood but the executive needed to find a way forward. The CEO said that the Trust would encourage schools and local governors to prioritise investment in technology. The Chair agreed that this should happen but recognised that without the necessary infrastructure this strategy would not go anywhere. The CEO assured Trustees that schools would be supported to work with Schools ICT to manage any internal projects that they wanted to launch.

11.0 Policy Review

Various policies and associated guidance documents had been circulated prior to the meeting.

- 11.1 Pay (general teacher pay uplifts included in appendix 3, page 27)
 One section of the policy referred to a clause (7.5.2) that actually did not exist. This to be looked into with AVEC. The Unions had also provided further comment for consideration and this would likely lead to some minor amendments. The advice from AVEC was to approve the policy in principle and await notification of whether further approval was required because, in fact, further material changes were necessary
Resolved:
 Trustees approved the Pay policy subject to final checking.
(Post meeting note: the final policy did contain further minor amendments but further Trustee approval was not required).
- 11.2 Appraisal (+Covid-19 addendum)
 The CEO was asked to explain the need for the addendum. This was purely to satisfy the issues put forward by Unions with regards appraisal and indeed the practical issues facing headteachers on the ground. There were no further comments or queries.
Resolved:
 Trustees approved the Appraisal policy as circulated.
- 11.3 SEND
 The policy had only undergone minor amendments to satisfy certain changes in phraseology.
Resolved:
 Trustees approved the SEND policy as circulated.
- 11.4 Complaints Procedure
 The Governance Advisor noted an important revision under item 2.9, pertaining to those undertaking an investigation under stage 2. The Chair welcomed the amendment but felt that it also needed to be made explicitly clear that any governor carrying out a stage 2 investigation would not be able to sit on any subsequent panel at stage 3. Another Trustee felt that insistence upon attending formal governance training on handling complaints prior to handling an investigation was a little too prescriptive. Certain individuals were well capable of conducting investigations of this nature, having done similar in their working environments. Trustees agreed. The Governance Advisor was charged with amending the wording to reflect that fact.
Resolved:
 Trustees approved the revised complaints procedure, subject to the amendments noted above.
- 11.5 DBS (draft)
 This policy was now out for consultation with Trustees and Headteachers. There was no statutory requirement to have such a policy but the Trust should decide on renewal periods. The proposal was to have staff sign an annual declaration and use the enhanced DBS facility wherever possible going forward. Building a strong culture around safeguarding was vital.
- 11.6 Trustees noted that they had received the Union Recognition Agreement.
- 12.0 Governance Matters**
 Prior to the meeting Trustees had received the following for consideration:
- Governor and Trustee training records for the 2019/2020 academic year
 - A summary report on that subject
 - A training matrix for Governors/Trustees and a matrix for Chairs/Vice Chairs
 - A governor application
- 12.1 The Governance Advisor and the CEO underlined the importance of training and the implications, some already realised, of governors having not attended to their own CPD. Lack of specific knowledge and skills garnered through training hindered effective challenge, risked due processes not being followed and undermined governance efforts generally. It was suggested that the governor training records be used as a starting point for a conversation between link trustees and their schools about current governance development. Trustees agreed that this was a good idea and that the conversation should start with chairs. The Governance Advisor pointed out where inherent risks were most obvious at the current time.

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The CEO motioned that the training matrix and the training records be presented on a termly basis at LGB meetings. The CEO added that Trustees' had viewed their own training record and that it was both important that Trustees led by example and were also sufficiently trained because, at any time, they may need to step in to support local governance (as was already the case at Kellington and Sherburn Hungate Primary).

12.2 Resolved:

Trustees approved the rollout of the Governor/Trustees training matrixes.

12.3 Resolved:

Following a recommendation by the Chair, Trustees approved the appointment of Caroline Gilley as a Trust Appointed governor at Kellington Primary School.

12.4 There was a general discussion about capacity on LGBs. Trustees were made aware that the rate of departures was not being matched by the rate of recruitment. People's current personal circumstances were no doubt weighing on their ability to move into voluntary roles such as being a governor.

12.5 A new governor session had been successfully delivered via Google Meet. The Trust and the schools were doing their best to facilitate induction for new governors.

12.6 Given that Mr Sibley's candidacy for becoming a Trustee had been rejected at this time, the Chair raised the issue of how to utilise the considerable skills of Mr Sibley going forward. Trustees equally did not want to lose his input. The CEO was asked for his view. The CEO was quite happy to have Mr Sibley contribute to MAT governance and to offer his expertise, particularly from a secondary perspective. The Chair proposed that this matter be put in abeyance given current priorities and revisited in the new year when there would be more time to give the subject some fuller consideration.

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13.0 Items to be Communicated to LGBs

13.1 The new training matrix would be launched via the Chairs' forum.

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13.2 Headteachers would be briefed on the fact that local governors would be asked to hold leaders to account for the use of catch-up funding and that, in turn, such scrutiny would be evaluated by Trustees.

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14.0 Any Other Urgent Business

14.1 The COO reported that SHP was increasing its PAN from 30 to 45 as part of expansion project.

14.2 With regards the recent ICO letter, nothing further had come back. The matter had to be disclosed in the annual accounts. There was no update on the Whistleblowing investigation.

14.3 The COO suggested that the internal audit focussed on GDPR and Data be moved to the summer term, with governance moved up to this term. Trustees were happy for internal audits to be taken forward on that basis.

Date and Time of the Next Meeting

FAR Committee meeting – Thursday 26th November 2020 at 5.30pm.

The meeting closed at 8.50pm

Action Points from the Meeting	Agenda Item	Person(s) Responsible	Date for Delivery
1. Management response to Central Services Review	3.11	MB	November FAR
2. Improving budget setting protocols for schools and in-depth commentary	6.1.1	MB	Ongoing
3. Clarify exact nature of variances and produce 'waterfall chart' to best display them	6.1.2	MB	By delivery of final accounts
4. Ensure Heads/LGBs were aware of the need to monitor and evaluate the use of catch-up funding	6.1.3	IY	For Spring Term
5. Look into reported issue of lack of support or some 6 th form students at TGS	7.1.1	IY	Report back next meeting
6. Link Trustees to speak to their schools about the digital strategy and local priorities therein	10.1	ALL	By end of term
7. Issues with Chromebooks	10.1.1	MB	To be dealt with outside of meeting
8. Amends to pay policy	11.1	MB	ASAP
9. Amends to Complaints procedure	11.4	Clerk	ASAP
10. Link Trustees to raise the matter of governor training and current governance development	12.1	ALL	By end of term
11. Training matrix launch at Chairs' Forum	13.1	IY	16 th November