

**Peterborough Diocese Education Trust
Board of Directors**

Minutes of the Meeting held on Tuesday 24th September 2019, 6.00pm
The Business Exchange
Rockingham Rd, Kettering NN16 8JX

Attendance Key: ✓ = present; A = apologies received and accepted; ApN = apologies received but not accepted; Ab = absent; R = resigned								
Name	Committee Member Category	24/09/19	26/11/19	17/12/19	28/01/20	23/03/20	19/05/20	14/07/20
Cathy Armstrong (CA)	Director	✓						
Kevin Binley (KB)	Director	A						
Peter Cantley (PC)	Director	✓						
Greg Cracknell (GC)	Director	A						
Margaret Holman (MH)	Director and Chair of the Board	✓						
Duncan Mills (DM)	Director/CEO	✓						
Dr Gordon Temple (GT)	Director	✓						
Andrew Weatherill (AW)	Director	A						
Attendance %: this meeting		62.5%						
Attendance %: year to date		62.5%						
In attendance: Helen Buckley,(HB) Director/ Legal Advisor and Governance, Admissions and Safeguarding Lead, PDET Kirstin Howarth, (KW) Headteacher Representative PDET, Executive Headteacher, Isham CE Primary and Weldon CE Primary Ruth Walker-Green,(RWG) Director of Learning and Achievement, PDET Maxine Ward, (MW) – Independent Clerk, Hallam Learning Consultancy Ltd								

PRE- MEETING SAFEGUARDING TRAINING

Katy Walker, Headteacher, Ryhall School, delivered a short training session covering the essentials of safeguarding for Directors.

The PowerPoint presentation was circulated post-meeting and will be added to the Safeguarding Folder in the Trust Board Documents on Governor Hub. Those who were absent from the meeting are asked to read and familiarise themselves with the content.

Action1: KB, GC, AW

KW and CA left the meeting at 6.26pm.

1. WELCOME AND PROCEDURAL

1.1 Dr Gordon Temple led the opening prayer. The Chair welcomed everyone to the meeting.

1.2 **Apologies** were received from Kevin Binley, Greg Cracknell and Andrew Weatherill.

CA returned to the meeting

1.3 Declarations of Interest

There were no declarations of interest for items on the agenda. Directors and Senior Leaders were asked to update the Declarations of Interest Forms for the new financial year and Declarations of Eligibility to serve as Directors and return both forms to the Clerk.

Action 2: All Directors and Senior Executive leaders

1.4 Elections for Chair and Vice Chair of the Board

1.4.1 Election of Chair

Clerk in the Chair

One nomination had been received for Margaret Holman to continue as Chair. The Clerk asked for any further nominations. There were none.

MH left the meeting.

Directors discussed the role of Chair and the contribution made by MH over the previous year.

DIRECTORS RESOLVED UNANIMOUSLY TO APPOINT MARGARET HOLMAN AS CHAIR OF THE BOARD OF DIRECTORS FOR A PERIOD OF ONE YEAR IN LINE WITH THE ARTICLES OF ASSOCIATION.

MH returned to the meeting and took up position as Chair

1.4.2 Election of Vice Chair

One nomination had been received for Greg Cracknell to continue as Vice Chair. The Clerk asked for any further nominations. There were none.

Directors discussed the role of Vice Chair and the contribution made by GC over the previous year.

DIRECTORS RESOLVED UNANIMOUSLY TO APPOINT GREG CRACKNELL AS VICE CHAIR OF THE BOARD OF

DIRECTORS FOR A PERIOD OF ONE YEAR IN LINE WITH THE ARTICLES OF ASSOCIATION.

Action 3: The Clerk to advise Greg Cracknell of his re-election to Vice Chair

1.5 There were no additional items of urgent business to be discussed at item 4.2.

2. STRATEGIC PRIORITIES

2.1 CEO's Report to the Board

The CEO requested questions arising from his report.

School Condition Allocation Funding (SCAF): There was a brief update about this Funding. It was considered in detail at the Business & Finance (B&F) Committee meeting earlier. A question was asked whether unscheduled projects would impact on funds previously allocated to address Health & Safety (H&S) priorities. The CEO confirmed that there would be no adverse impact.

Directors' Visits to Schools: A Director asked if it would be helpful for Board members to visit those schools who were in the Ofsted window. This was considered. It was agreed that such schools would already be receiving additional visits from the central PDET team and further visits from Directors may add to pressure and potential workload. It was agreed that it is always helpful for Directors to visit schools but it was more appropriate that there was a process for this organised via the central school improvement team. It was pointed out that visits should include the 'outlier' schools on the edge of the Diocesan geographic boundaries.

Action 4: RWG/CEO to ensure that a process is established to facilitate and record Directors' visits to schools.

Directors went on to review how they could further develop their knowledge of schools and the specialist expertise within the Trust. It was agreed that it would be helpful to have a programme whereby Headteachers were invited to Board meetings to talk about aspects of their work in different fields.

Action 5: CEO to agree programme with Headteachers

Special Educational Needs & Disabilities (SEND): The Board noted that the summary of the SEND Strategic overview data had been completed and that SEND provision was being reviewed across Northamptonshire County Council (NCC). The CEO provided a brief update about the two PDET schools that had expressed an interest in establishing SEND units but neither would be taking this forward at the moment. A Director emphasised the importance of ensuring that there was appropriate provision across the Trust. Directors also acknowledged their responsibility as a Trust to contribute to local provision and that the forthcoming split of NCC into two unitary authorities could potentially have a negative impact on SEND provision. For SEND specialist provision to be offered through a PDET school, it was recognised that:

- The Headteacher must have the motivation and capacity to take on the provision
- The school must be able to provide appropriate facilities
- There must be support and training for the Headteacher in the specialist provision.

The potential provision of SEND facilities would remain on the agenda but it was agreed it was not the right time to progress this at the moment.

The Chair asked that SEND progress continued to be reported to the Board.

Action 6: RWG/CEO

Risk Register: The CEO drew Directors' attention to his updates on the Risk Register. Changes to evaluated risk scores had been reviewed. There were no major changes since the Register was last discussed.

Action Log: Directors noted the updates from the Action Log and agreed the proposal to update the log in accordance with the CEO's recommendation.

Action 7: CEO/Clerk

THE BOARD THANKED DM FOR HIS UPDATES AND RECEIVED THE CEO'S REPORT

2.2 Trust-Wide Improvement Plan

Directors had agreed key areas for changes to the 2018-21 Strategic Plan and related documents at the Directors' Vision and Strategy Day on 6 September.

1. An update statement to the Peterborough Diocese Education Trust, Strategic Plan, reflecting progress and discussion was circulated in advance. **The Update Statement was approved.**
2. The updated Maturity Evaluation, circulated in advance, showed the judgements made last year and proposed updates. There was a further robust discussion about progress against the set criteria: Beginning, Developing Embedding and Leading.

The following changes were agreed, recognising progress over the year:

Characteristic 1, Strategic Plan: Embedding: Amber to Green

Characteristic 5, Trust Wide Improvement Plan: Embedding: White to Amber

Characteristic 6, Systematic School to School Support (S2SS): Embedding: White to Amber

Characteristic 7, Trust Risk Indicators: Embedding: White to Amber for the first criterion. It was acknowledged there was more to do to have a risk register in every academy and the last criterion should remain white.

Characteristic 8, Clear Succession Plan: Developing: White to Green; Embedding: White to Amber.

All other RAG rated judgements would remain the same. Directors acknowledged there had been progress against most criteria and that development was on track. Directors considered that, whilst they were pleased with improvements that had been made, **the overall performance continued as 'Developing' but evidence showed it now moving towards 'Embedding'.** Directors agreed that this improvement should be emphasised in conversations with the RSC/Ofsted.

3. An update of the 'Mapped Actions' following the progress review was circulated in advance. **Directors agreed the revised Mapped Actions page and this would be added to the updated Strategic Plan.**
4. A "ragged" copy of the Trust Wide Development Plan was circulated in advance. – **Directors confirmed their agreement to the RAG ratings.**

THE BOARD APPROVED THE TRUST WIDE IMPROVEMENT DOCUMENTS

2.3 Reports from Committees

2.3.1 Trust Governance Committee

The Board had received a detailed update on the work of this Committee at the Directors' Vision and Strategy Day. Directors acknowledged the work that had contributed to the revised governance arrangements at local level and the introduction of Academy Governance Committees due to be launched to schools and Local Governing Bodies, tomorrow, 25th September 2019 at The Kettering Conference Centre. The Board noted the endorsement by Sir David Carter, the Former Schools Commissioner, and were delighted that he had made the short video (shared with Directors) which would be played at the launch.

2.3.2 Ethos, Standards and Effectiveness (ESE) Committee

A summary paper of the issues discussed at the meeting on 10th September 2019 had been circulated in advance. Some minor changes were highlighted and these would be actioned by the Clerk and the revised paper added to the September Board Papers on Governor Hub.

Action 8: Clerk

A Director noted that the summary report did not include any detailed performance data from individual schools. It was highlighted that such information was confidential but considered in detail at the ESE meetings and in the confidential section of full Board meetings. The CEO commented that the detailed data could be made available to all directors should they wish to see it.

It was noted that the PDET schools' overall performance was improving against national data.

THE BOARD RECEIVED THE SUMMARY REPORT FROM THE ESE COMMITTEE MEETING 10 September 2019.

2.3.3 Business and Finance (B&F) Committee

A summary paper from the meeting on 20 August 2019, prepared by CA, was circulated in advance. The valuable contribution of Lee Hughes (the new Finance Director) to discussions was noted. A verbal update of matters discussed at the B&F meeting immediately prior to this full Board meeting was also provided. There were no further questions.

THE BOARD RECEIVED THE SUMMARY REPORT FROM THE B&F COMMITTEE MEETING 20 AUGUST 2019 AND THE VERBAL UPDATE FROM THE MEETING OF 24 SEPTEMBER 2019

2.4 Safeguarding Report to the Board

It was confirmed that HB provided safeguarding updates to the ESE Committee. HB said that Lesley Pollard had resigned her position as external safeguarding advisor to the Trust. The Directors extended thanks to Lesley for her contribution to Trust Safeguarding.

It was noted that HB was being supported by Katy Walker in responding to school level queries.

KW has an appropriate level of knowledge to support Headteachers and to work with HB at Trust level; Headteachers already refer to KW with queries.

HB advised the Board that the support from 'The Key' on Trust Compliance was helpful and that Stone King were also available under the retainer if a legal perspective was needed. Headteachers would be advised on Tuesday 1 October of the changes in Safeguarding personnel.

THE BOARD RECEIVED THE SAFEGUARDING UPDATE

3. GOVERNANCE & COMPLIANCE

3.1 Health & Safety Update

The CEO provided Directors with an update on H&S Compliance following concerns raised at the Directors' Development Day. The contract with Plumsun was wide-ranging and some Headteachers had been working directly with them. Michael Cowland had detailed knowledge of the arrangements with Plumsun and his departure meant that there had been gaps in awareness of what was being done and what the contract covered.

Training had now been arranged for representatives from all PDET schools. This was being offered free of charge; PDET would find a venue.

The CEO advised that Plumsun had been commissioned to provide H&S audits of all schools. These had been started. The outcome of these audits would establish a baseline H&S perspective for the whole Trust and be a basis from which to provide assurance of the H&S position across PDET to the Board.

Some schools were using Plumsun for educational visits risk assessments. Summaries would be sent to the CEO and this would inform improved Trust monitoring.

The Critical Incident Plan was being updated.

The CEO reported that he believed Plumsun were generally delivering good value. Health and Safety would be added to all full Board meeting agendas.

Action 9: Clerk

3.2 External Review of Governance

This item was deferred until the next meeting.

3.3. Governance Framework

The following documents had been circulated in advance:

3.3.1

- The Board Remit and Scheme of Delegation, including Roles and Functions Document
- Terms of Reference for the Board
- Roles and Responsibilities of Directors
- Code of Conduct for Directors

3.3.2

- The Role of the Academy Governance Committee

The Board acknowledged the considerable work that had been undertaken by GT and HB with the Trust Governance Committee to get to this point and be in a position to launch the new Scheme of Delegation and constitution of the individual school Academy Governance Committees.

HB and GT requested that the Board delegate authority to them to make any final necessary changes following feedback from the launch. This was agreed.

In response to a question, it was confirmed that review of Headteachers' Pay and any subsequent

recommended rises and any requests to cross the threshold or move up the Upper Pay Scale would be presented to the Pay & Personnel Committee and not be within the delegated responsibilities to the Academy Governance Committees.

THE BOARD APPROVED THE FOLLOWING DOCUMENTS:

- ***The Board Remit and Scheme of Delegation, including Roles and Functions Document***
- ***Terms of Reference for the Board***
- ***Roles and Responsibilities of Directors***
- ***Code of Conduct for Directors***
- ***The Role of the Academy Governance Committee***

THE BOARD AGREED TO DELEGATE AGREEMENT OF ANY MINOR AMENDMENTS TO HELEN BUCKLEY AND DR GORDON TEMPLE. ANY CHANGES WOULD BE REPORTED BACK TO THE NEXT BOARD MEETING.

3.4 Membership of Board and Standing Committees 2019-20

The CEO advised Directors of a proposal to recommend to the Members of PDET the appointment of two people, Natalie Howes and Andrew Scarborough, as new Directors. Background information was given on both individuals. Natalie was already known to Directors through her role as Chair of St Barnabas LGB and as a member of the Trust Governance Committee. Andrew brought extensive relevant board and professional experience and was known to some Members. The Members' meeting would be taking place later in September.

Membership of the Committees would be finalised following the new appointments. The Task and Finish Group convened to support the development of the new Trust Governance Framework and the Governance Committee was thanked for its members' contributions; membership would be reviewed once the new governance structure was in place.

Directors noted the need for all Committees to have a majority of Directors as members (Article 101) and confirmed ongoing Committee Membership (See Appendix attached.)

Existing Committees were confirmed:

- Business & Finance
- Ethos, Standards & Effectiveness
- Trust Governance (Renamed from Governance)
- Pay & Personnel

Directors also agreed that an Audit Committee would be re-formed to ensure compliance with the Academy's Financial Handbook and in line with best practice. Andrew Weatherill (Director) would be formally asked to chair the Committee. It was noted that employees of PDET must not be members of the Audit Committee, but the CEO, as Accounting Officer, would report to the Committee, supported by Lee Hughes, Director of Finance & Business, as required. At least one independent member with relevant audit experience would be sought.

Action 10: CEO

In accordance with the Articles, Directors agreed that the Terms of Reference for each Committee required review. These would be agenda items at each Committee meeting, following which they would be approved at the Board meeting in November 2019 (or the first Board meeting after the next Committee meeting) and annually thereafter.

Action 11: Clerk/Chairs of Committees

DIRECTORS NOTED THE RECOMMENDATION TO MEMBERS TO APPOINT NATALIE HOWES AND ANDREW SCARBOROUGH AS DIRECTORS.

THE BOARD AGREED THAT:

- *Existing Committees should continue. There should be a majority of Directors on each committee*
- *The Audit Committee should be established; Andrew Weatherill would be asked to Chair*
- *Membership of the Governance Committee would be reviewed following the launch of the Academy Governance Committees on 25 September*
- *Terms of Reference for all main Board Committees to be reviewed*

BOARD'S ORGANISATIONAL MATTERS

4.1 Approval of Minutes from 23 July 2019

A brief discussion took place about the Chaplain Vacancy. PC had previously requested that this be an agenda item for the September Board Meeting. It was acknowledged that the vacancy would not be filled in the short term. Each school would be encouraged to develop closer links with the local Incumbent. The effectiveness of this would be reviewed through the meetings with the Diocesan School Improvement Team and reported back through the ESE Committee.

Amendments: On Page 86, it was agreed that the word 'outstanding' be removed from the third bullet point.

Action 12: Clerk

Subject to this amendment, ***THE MINUTES WERE APPROVED AND SIGNED BY THE CHAIR.***

4.2 Any Other Urgent Business Agreed at Item 1.5

There was no urgent business to be discussed.

4.3 Dates of Next Meetings:

Meetings are currently planned for 6-8pm at The Business Exchange:

26 November 2019	17 December 2019	28 January 2020
24 March 2020	19 May 2020	14 July 2020

A proposal was put forward to bring forward the meetings to the afternoon from January 2020. This was agreed subject to confirmation of timings

Action 12: Clerk

There being no further business, the meeting concluded at 7.42pm

THE CONFIDENTIAL PART 2 PDET BOARD MEETING FOLLOWED AND IS RECORDED AS A SEPARATE MINUTE

Chair _____

Date _____