

**Peterborough Diocese Education Trust
Board of Directors**

Minutes of the Meeting held on 26th November 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	Position	24/09/19	26/11/19	17/12/19	28/01/20	24/03/20	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	✓	✓					
Natalie Howes (NH)	Director (Appointed 26/9/19)		✓					
Andrew Scarborough (AS)	Director (Appointed 26/9/19)		✓					
Dr Gordon Temple (GT)	Director	✓	✓					
Andrew Weatherill (AW)	Director	A	A					
Attendance %: this meeting		62.5%	90%					
Attendance %: year to date		62.5%	82%					
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 Lee Hughes, Director Business & Finance Ruth Walker-Green,(RWG) Director of Learning and Achievement, PDET Angela Corbyn – PDET Clerk & DPO, (until 6.36pm) Maxine Ward, (MW) – Independent Clerk and Governance Professional, Hallam Learning Consultancy Ltd, (from 6.36pm) Note: Minutes are in agenda order, not necessarily the order items were discussed.								

1. WELCOME AND PROCEDURAL

1.1 The Chair welcomed new Director, NH. GC led the opening prayer and welcomed everyone to the meeting.

1.2 Apologies were received from Andrew Weatherill.

1.3 Declarations of Interest

There were no declarations of interest for items on the agenda. The Chair emphasised to Directors to update their annual declaration of interests

Action 1: Outstanding Directors to update their annual declaration of interests - Clerk

1.4 There were no additional items of urgent business to be discussed at item 4.3

2. STRATEGIC PRIORITIES

2.1 CEO's Report to the Board

The Chair requested questions from Directors regarding the CEO report.

Q: Following the Governance launch event, what were the evaluations and reflections around it? The CEO advised that it was well attended and commented that Bishop John had summed it up with 'the reaction from those in attendance was fairly subdued with the changes being made'. Following the launch there had been a couple of governors who had stepped down due to the changes made. The Trust was now in the process of working through those changes to support governors in understanding their roles. There had been some issues from the Headteachers' Performance Management process but these were down to governors' perceptions and understanding which would be addressed as the changes became embedded.

The Chair welcomed AS who joined the meeting at the 6.08p.m.

From the Governance Committee feedback, it was reported there was not a lot of time to ask questions and discuss them which was a fair point. This feedback on the timings of presentations would be used for future events.

Q: After attending a presentation by NCC and recent interactions with the LA, what were the Trust impressions about how the LA were performing and what were the potential implications for the Trust?

The CEO reported that the LA had significant pressures for several reasons for a long period of time now. The move to 2 unitary authorities had been delayed due to the impending election. Their personnel were certainly stretched and under a great deal of pressure. PDET recognised how poor the response was from the LA and the CEO provided an example of a situation that had happened at an academy with no response to a serious incident from the LA which showed their inability to deal with it. A Director commented that there was no support around safeguarding issues in maintained schools. The Children's Trust was still on track for next Spring. The Trust was ensuring processes and procedures were in place for Safeguarding and SEND but still need the LA support when required. The CEO notified that even though the Trust had 31 schools, the resources were not similar to a large MAT due to the number of small schools.

The CEO reported about the meeting with Andrew Roberts which was disappointing as there was space available in Bouverie Court for PDET which the Trust appreciated the Diocese providing. The Trust had good

working relationships with colleagues in Bouverie Court. However, recently due to rooms being unavailable, confidential phone calls and meetings had had to take place in different locations which was becoming intolerable and it could be time to consider alternative accommodation. The CEO asked if the Board could make a recommendation to the Diocese which was **agreed**.

PC advised that the DBE team have been asked for their response and notified that they had informed the Diocese that it was very advantageous for colleagues to work together which was invaluable and not in the best interest for things to change. PC had requested the Diocese to look into a creative solution.

Action 2: Chair to make representation to the Diocese
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2.1.1 Risk Register: The CEO drew Directors' attention to the updates on the Risk Register. Changes to evaluated risk scores had been reviewed. In terms of employer's responsibilities, this had been highlighted and the Trust was considering some training for Heads to ensure a consistent approach to HR matters which had been suggested by KB. There were no major changes since the Register was last discussed.

2.1.2 Action Log: Only outstanding actions were reviewed from the action log update:

- Action point 4, Directors visits to academies was ongoing and the Trust was looking to establish the process. Directors had commented previously that this would be advantageous to have a series of visits to academies to ensure Directors see what was happening and for academies to meet Directors. This would provide a useful link and in the spirit of new AGC mode, would enable Directors to feedback to the Board.

Action 3: Speak to individual Directors and plan to visits to academies starting in January 2020

2.2 Academy Improvement Report

SIAMS inspections were reviewed.

Q: Was there any update on the progress with work at the secondary school with subject specialists? RWG notified that discussions had taken place with the Head and consultant who lead the working parties and their first task was to map out procedural knowledge. A slight concern was noted about whether they can bring to the primary level. KH commented that the Heads had valued the curriculum mapping.

Q: Following the Heads performance management process, what feedback had been collated about the levels of input from Chairs with their different roles now? RWG advised this was being collated and she was liaising with HB. This was an ongoing process within initial teething problems with a new system for Chairs to understand their role. GT notified about a meeting with HB, that the Trust needs to be clearer about expectations for Chairs. NH informed the Board that she had been part of process which was a positive experience.

Thanks, were expressed to RWG and colleagues for the academy improvement work, which was comprehensive, coherent and responsive.

Q: Going forward in terms of capacity for growth and working with other schools, what sense was there with capacity going forward for this? RWG reported that the Trust was at full capacity but discussions took place daily with the CEO to continually look at whether the Trust can take on more schools to provide the same amount of support.

Q: What about ability or capacity to provide services to those outside the Trust? The CEO said it had been looked at and commented one of the issues was that the Trust can only fit 30 people into Bouverie Court. The Trust had not lost sight and would like to offer services, however, academies taken on recently had several challenges and other academies were due Ofsted visits. When the Trust was ready, there would need to be a conscious decision as a Board to invest to provide this development. Looking at AIO reports, it was noted there was a clear significant journey for a group of academies to raise standards and there was still some work to do. There were several academies to support from good to outstanding and there were some academies who had not yet been visited by Ofsted under the Trust. Directors raised that sustaining good academies was important and they can decline very easy.

A Director raised that there were a few Diocese schools who were not part of a MAT and that the priority was to find a home for those schools and another strategic question was about the opportunity to reach other schools.

2.3 Pupil Premium (PP) and SEND report

The Chair advised this had already been reviewed by the Ethos Committee and the report had been provided for information to the Board. It was noted the report was written for educational people. HB highlighted the planned actions with the role of the AGC and monitoring of PP going forward which did not include analysing data.

2.4 External Review of Governance

MW provided a brief update on the External Review of Governance (ERG) which was commissioned as good practice to ensure that governance processes remained fit for purpose given growth of the Trust and to consider whether recommendations from the previous review (2016) had been implemented. Directors and central staff were thanked for providing time and contributions. Initial feedback had been provided in September. A Handout was circulated highlighting key points. There was a summary of the questionnaire feedback available and this included the 'raw data'.

Since the 2016 review, there had been change in CEO, Board Chair and the Central Team staff. The implementation of recommendations had been through different iterations and it was appropriate that governance continued to develop and adapt to ensure it remained fit for the current context. Given the changes in the Scheme of Delegation and introduction of Academy Governance Committees with a revised remit, this review had focused on the main Board and its Committees, excluding local governance.

Overall, governance was found to be strong, particularly in establishing a clear vision, strategic direction and growth plans with an effective Committee structure that was able to monitor and focus in more detail on standards, supporting the Board in its accountability role. The self-evaluation process, using the MAT Maturity Evaluation model was another key strength.

A number of improvements to governance processes had been put in place since summer 2019 as a result of recommendations highlighted during the course of the review.

The need to address some elements of financial governance was highlighted. The Board was already aware and working on these. Regular management accounts would be available from early 2020 following changes implemented by the new Director of Business & Finance and an Audit Committee would also be established to ensure separation of oversight of risk and audit matters.

Three areas for further development were considered:

1. The need to ensure conflicts of interest were declared and recorded in meetings.

2. The need for independent thinking as Directors.

3. To ensure that information from Committees was shared and relationships identified, for example making more overt links that resources were used appropriately to drive improvements in standards.

Detail of the recommendations is set out in the full ERG report which would be posted on Governor Hub. Actions are now in hand to address the development areas.

DIRECTORS RECEIVED THE EXTERNAL REVIEW OF GOVERNANCE AND NOTED THE RECOMMENDATIONS WHICH WOULD BE FOLLOWED THROUGH

Action 4: MW to add ERG documents to Governor Hub and follow through with the Chair and CEO

2.5 Safeguarding Report to the Board

Q: How was Trust validating the process? HB advised this was not the final strategy and the Trust was looking at the validation role. Listening to feedback, the Heads had suggested a self-assessment which was an idea that was being investigated with the validation carried out by the Head at St Luke's and Ryhall. HB notified that this was a proposal being looked into and whether an external person was required to complete the validation.

Q: Would this be quite a lot of work for those Heads? HB informed that they would be completing spot check style audits to reduce the validation process. Going forward, LM and HB would be completing the validation of the SCR.

An update on the validation process would be provided at the next meeting and Directors requested HB monitor how much time it was taking for each of those Heads to complete the work. KH commented that previous validating visits were far too long.

Action 5: HB to monitor Heads' time for the Validation Process

HB explained that AIO's are also checking up on safeguarding as part of their monitoring activity. It was noted that costs have been saved by no longer having to pay for Lesley Pollard.

Directors questioned whether the Trust was satisfied that safeguarding systems and practice continue to keep children safe in the Trusts schools.

HB confirmed that statutory requirements are met fully. Improvements could be made to ensure 'best practice' for example, providing CCTV and electronic systems in every school but these were often cost prohibitive and unnecessary in small schools. There is further work to be completed on checking Single Central Records.

DIRECTORS RECEIVED ASSURANCE THAT STATUTORY REQUIREMENTS ARE MET WITH REGARD TO SAFEGUARDING BUT FURTHER WORK WOULD BE COMPLETED SO THAT DIRECTORS RECEIVED VALIDATION AND CLEAR MESSAGES IN FUTURE.

Directors requested that an update on safeguarding validation and risk be provided for the Board meeting in January 2020 in a written report.

Action 6: HB to provide update on safeguarding for the January Board meeting

3. GOVERNANCE & COMPLIANCE

3.1 Health & Safety (H&S) Update

The CEO's report had been circulated in advance and further detail was provided regarding the background and context to incidents reported. DM explained variations in individual academy reporting and after investigation the differences were mainly a result of academies having a different understanding of what should be reported. This would be addressed by the training planned for January 2020 which should result in consistency of approach in future. One incident reported to the HSE followed the need for a hospital visit that had resulted in parent interest. Reporting was therefore considered appropriate.

Of note was that the number of incidents at St James, particularly relating to the additional provision units. Two members of staff and a parent had been assaulted in one incident.

Directors raised concern about staff welfare and support as well as pupils. This was being considered and monitored by the ESE Committee.

The CEO also advised that Trinity CE Academy had been selected for an audit as a result of being added to the Trust's Risk Protection Arrangement and this was a positive experience that gave assurance about the Trust's H&S processes. There were one or two small learning points and these would be addressed.

DIRECTORS RECEIVED THE HEALTH & SAFETY REPORT

3.2 Appointment of new Director

The CV of Jan Martin had been circulated in advance. The CEO explained the background to the opportunity to recommend Jan to Members for appointment as a Board Director. Jan would bring education experience, particularly in SEND. She already served as a local governor at St Luke's so knew PDET well.

DIRECTORS AGREED TO RECOMMEND THE APPOINTMENT OF JAN MARTIN AS A DIRECTOR TO THE MEMBERS OF PDET.

3.3 Standing Committees

3.3.1 Audit Committee

DIRECTORS AGREED TO ESTABLISH AN AUDIT COMMITTEE.

Andrew Weatherill had agreed to Chair the new Committee and was duly appointed.

3.3.2 To agree Membership of Committees

Membership of Committees had been updated. This was circulated and agreed. There were small revisions to the list.

Action 7: Clerk to revise and post new list on Governor Hub
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3.4 Committee Terms of Reference

Terms of Reference (TOR) for Ethos, Standards and Effectiveness and the Trust Governance Committee were circulated in advance.

It was noted that there should be a role for a Vice Chair in the absence of the Committee Chair.

Action 8: Clerk to Update TOR and add to Governor Hub

4. BOARD'S ORGANISATIONAL MATTERS

4.1 Governor Hub

Governor Hub had been introduced in September 2019. Directors agreed that it was useful and easy to use.

Board papers would continue to be added to Governor Hub.

The Clerk offered to provide advice and guidance should anyone require support in accessing the system.

4.2 Approval of Minutes

The Minutes form 24 September 2019 had been circulated in advance. It was noted that Kirstin Howarth should be 'In attendance'.

The Minutes were accepted as an accurate record of the meeting.

4.3 There were no Items of Other Business

4.4. Dates of future Meetings

The next meeting would be on 17 December at 6pm. This would be one item to approve the Audited Accounts and Financial Statements.

Changes to other meetings were noted

Action 9: Clerk to Circulate Revised note of Meeting Dates and Times

There being no further business, the meeting concluded at 7.30 pm

Chair _____

Date _____