



## **Minutes of the meeting of the Board of Trustees**

**held on 16<sup>th</sup> July 2019 at 6.30pm  
at Fulford School**

**Present:** Mr A I Warman (Chair), Mr I Dolben, Mr T Flemming, Mrs C Graham Brown, Ms P Setty, Ms S Powley.

**In Attendance:** Ms L Savage (Chief Executive Officer and Accounting Officer)  
Mr S Bradford (Chief Finance Officer and Company Secretary)  
Ms J Edgar (Governance Support Officer, City of York Council)

### **1. APOLOGIES FOR ABSENCE AND DECLARATIONS OF INTEREST**

Apologies for absence were received, with consent, from Mr M Horne, Mr A Pennington and Mr J Williams.

Mrs Graham Brown declared an interest during item 4. There were no other declarations of interest.

### **2. FULFORD MINDS PRESENTATION**

The meeting started with a presentation by three pupils from Fulford School on the school's mental health support group, Fulford Minds. The pupil led Group had been founded four years ago to raise awareness of mental health and provide a network of support for pupils who might otherwise feel isolated and vulnerable. The pupils took Trustees through the Group's four year plan and explained how they had communicated their message to an audience within and outside of the school. Trustees were shown the group's website, poster campaigns, and heard how the group had presented at events, such as the Wellbeing conference. The group had made a difference, as evidenced by two surveys which showed that pupils were now more comfortable seeking help through a support service. The overall aim was to make York the best place for tackling mental health, through further collaboration, for instance with primary schools and other groups.

Trustees were invited to ask questions.

A Trustee noted that the pupils who gave the presentation were from Years 7 and 11 and asked how pupils were able to join the group. It was explained that the group was drawn from a variety of years and had a balance of opinions, and there was an interview process for pupils who wished to join.

A Trustee was interested to know how the pupils were supported, for instance to ensure that they did not take issues home with them. The response was that the members of the group supported one another, and they recognised their boundaries; Fulford Minds was not a counselling service and members knew that their main service was to communicate the message that pupils were not alone and provide a signposting service to further help, such as school support services.

In response to a question about how the service was kept alive, the pupils talked about how they contributed to assemblies each term, poster campaigns and through the noticeboard/website.

The pupils were invited to talk about their challenges and successes. The challenges had been around making sure that pupils knew about the group and that they were able to get their message across in the most effective way. The successes had been raising money through a talent show and the fact that 40% more pupils were now willing to seek help.

In terms of taking the work forward, the two Year 11 pupils said that they wanted to keep and reinforce their connections with the group when they left the school. They reiterated that mental health was a huge, but overlooked issue, with 10% of people experiencing poor mental health at some time in their lives.

The Chair thanked the pupils for an enthralling presentation on a fabulous initiative. The pupils were congratulated on the quality of the presentation. Thanks were extended to the CEO and to the Deputy Headteacher of Fulford School, Mr Daniel Bodey for their work in supporting the group. Mr Bodey said that the group had been the benchmark for how other school groups should work, and the website had provided a useful forum for dissemination, for instance to introduce a new form for reporting bullying.

The pupils left the meeting at 7:15 pm.

### **3. MINUTES OF THE MEETING HELD ON 14<sup>th</sup> MAY 2019**

Previously distributed.

#### **Resolved:**

**Trustees considered and approved the minutes as a true and accurate record of the meeting. The Chair was duly authorised to sign the minutes.**

### **4. ACTION PLAN AND MATTERS ARISING**

#### **Action Plan:**

With reference to the action plan from the meeting of 14<sup>TH</sup> May 2019:

AP1: *CFO (corrected from CEO) to follow up on a response from the Finance Director at CYC to the letter/action outlined below:*

*Chair to contact City of York Council Director of Finance to request a meeting to discuss Pensions' matters related to the creation of SYMAT. Trustees agreed that the CFO would draft a letter to the Finance Director at CYC, which would be signed by the Chair of Trustees and copied to the relevant Elected Member.*

The action had been delegated to the Finance and Resources Committee, therefore it was agreed that it could be removed from the Action Plan for the Board of Trustees.

*AP2: Develop a Central MAT Budget and separate costs accordingly*

This action had been delegated to the Finance and Resources Committee, therefore it was agreed that it could be removed from the Action Plan for the Board of Trustees.

*AP3: CFO to contact academies and explain accounting practice in relation to School Funds.*

This action was marked as completed.

*AP4: The Vice Chair agreed to submit his review and analysis of the Skills Audit/Matrix data and process at the next SCGR Cttee meeting.*

This action was marked as completed.

*AP5: Consider, review and amend the trust committees' terms of reference; chairs of all three committees/groups to confer on consistent formatting and structure.*

This action was marked as completed. The outcome of the action was discussed under Item 8.

*AP6: Mr A Pennington to provide termly Trust update reports to the Members.*

This action was marked as completed.

*AP7: CEO to ask Fulford Minds to present to the Full Board at the July meeting.*

This action was marked as completed.

*AP8: Clerk to request positive confirmation from Trust schools' Chairs of Governors and Headteachers if no reply were received regarding matters to report to the Board in advance of a meeting.*

This action was marked as completed.

*AP9: The CEO stated she would discuss Headteacher Strategy Group and Chairs' Forum meetings with the Trust's Headteachers and review meeting dates, proposing a move towards separate cluster Headteacher meetings as an initial change.*

This action was marked as completed.

*AP10: The CFO agreed to ascertain which indicators would trigger the involvement of the ESFA at both MAT level and individual school level.*

The CFO advised that presenting a deficit budget would trigger the involvement of the ESFA. If the Trust was successful in securing funding from CIF (Condition Improvement Fund) a mandatory condition was visits from the ESFA, whether triggers were applicable or not.

This action was marked as completed.

*AP11: Trustees agreed to consider the interpretation of 3.15 with specific reference to where the Board would be comfortable in establishing a 'line' with respect to publications in the public domain.*

The action was considered under agenda item 11.

Declaration of Interest - Mrs Graham Brown declared that she had become a Trustee of a MAT in Teeside. Due to the geographical distance, it was not considered that this would present a conflict, but it would be recorded.

**Matters arising:**

There were no matters arising.

**5. MATTERS REPORTED OR ESCALATED FROM LGBs**

Fulford School

Trustees considered the proposal to change the composition of the LGB from 1 staff governor and 8 trust appointed governors to 2 staff governors and 7 trust appointed governors, effective from 24<sup>th</sup> September 2019.

The Chair explained that the LGB at Fulford School had two staff governors, but one was currently a Trust appointed (co-opted) governor whereas the intention had been to have two elected staff governors. The term of office for the Trust appointed governor who was a member of staff would finish on 24<sup>th</sup> September, and it was proposed that the change in composition be effective from that date. The Headteacher would hold a staff election to fill the new staff governor vacancy.

A Trustee advised that a Trust appointed vacancy provided the flexibility to ensure that the Board had a balanced skill set, for instance it allowed the Board to co-opt a member of support staff, if the staff elected post was filled by a teacher. It was noted that the school would still have seven other trust appointed governors to ensure a mix of skills and experience, and after consideration, this was considered sufficient.

**Resolved:**

**To change the composition of the LGB from:**

- **1 staff appointed governors, 8 trust appointed governors, 2 parent appointed governors, and 1 Principal of the Academy; to**
- **2 staff appointed governors, 7 trust appointed governors, 2 parent appointed governors, and 1 Principal of the Academy;**

**effective from 24<sup>th</sup> September 2019.**

Archbishop of York Junior CE School and Dunnington CE School

Previously distributed.

It was noted that prior approval had been sought and given by the Chair of Trustees, and the Board ratified the following appointments:

- Mr James Peter Farrar – Trust Appointed Governor at AYJS for four years from 11 June 2019;
- Mrs Rachel Savage – Trust Appointed Governor at Dunnington for four years from 6 July 2019 (reappointment);
- Mrs Sally Tulley – Trust Appointed Governor at Dunnington for four years from 6 July 2019 (reappointment).

**6. CORRESPONDENCE RECEIVED**

The Chair stated that no correspondence had been received.

## **7. CEO UPDATE**

### **Performance figures for primary schools**

Recorded in a separate confidential minute, as the results were confidential until verification.

The CEO advised that revised arrangements for reviewing and improving school performance were being put in place through the use of Red Kite Alliance. This would be through two half day school improvement visits conducted by a Red Kite review team. The review team would be made up of experienced headteachers, and the CEO said that by introducing a level of scrutiny from reviewers who were not known to the schools the improvement process would have a fresh focus. It was noted that the details of the Red Kite contract were set out in a document included under item 9.

Trustees agreed that detailed scrutiny of the results should take place by the school improvement committees and LGBs, and their role was to ensure that this happened and challenge was put in place, eg through the decision to move to Red Kite.

### **Primary schools**

The CEO reported that, together with the Vice-Chair, she had given a presentation to the Governors at Lord Deramore's School on 8<sup>th</sup> July. The Full Governing Body would make a decision on whether to join SYMAT at its meeting in September.

### **School expansion**

The CEO advised that City of York Council (CYC) would make a decision on school expansion funding for Fulford School at a meeting on 18<sup>th</sup> July, at which she would give a presentation. The paper on expansion could be found on the CYC website. An extra £21k funding had also been secured for the refurbishment of the science labs; this was to cover the revised cost of the work, which had initially been underestimated.

### **Governor (Fulford) and Trustee Interest**

The CEO advised that there had been three expressions of interest to become either a governor at Fulford School or a Trustee of SYMAT, and she would liaise with the Chair of the Fulford LGB and the Trust Chair over these. The backgrounds of the candidates were in Health and Safety, primary education and Higher Education. Trustees agreed that the Board would benefit from individuals with experience in education, with a Trustee also arguing that a Trustee with a health and safety background would be a valuable addition to the Board.

***Action: The CEO to liaise with the Chairs of Fulford LGB and the Trust over these appointments.***

### **Danesgate School**

In response to a question, the CEO said that the conversion process for Danesgate School was ongoing and, at present, the planned conversion date remained at 1<sup>st</sup> November.

## **8. GOVERNANCE HANDBOOK & SCHEME OF DELEGATION**

### **Governance Handbook**

Previously distributed.

Mr Flemming reported on the amendments that had been made to the Trust committees' terms of reference to bring about consistent formatting and a tidier structure, and to reduce duplication. This had included moving content from the standard template to the governance handbook, so that the terms of reference for the Committees could be kept to the text which related to each Committee's business. Section 5 of the Governance Handbook, 'Trust Composition and Conduct' was now longer and included sections.

The following amendments were agreed on the suggestion of Trustees:

- Terms of Reference, paragraph 3.2 – change 'The quorum for the transaction of the business of the Committee shall be three committee members, notwithstanding Article 101 which states ....' to '... shall be three committee members. In addition, there must be compliance with article 101 which states ...'
- Governance Handbook, second paragraph – addition of 'always subject to the requirements of Article 101'.

#### Individual Committee Terms of Reference

Previously distributed.

For continuity, the Terms of Reference for each SYMAT committee, which had been included under Item 10 (Committee Reports) were brought forward for consideration.

The Committee Chairs reported that the main amendment to the Terms of Reference had been to reflect the discussion at the Away Day with respect to managing risk. The Finance and Resources (F&R) Committee would be responsible for the management of the Trust risk register, with risks raised by other Committees as appropriate. The risk section (2.5) of the Standards, Curriculum and Governance (SC&G) Committee had been amended to reflect this, and there was a Governance, Risk and Compliance section in the Finance and Resources Terms of Reference. It was agreed that a separate Risk Policy was required, which would be separate from the Terms of Reference, and Mr Flemming agreed to produce this for the next meeting.

It was agreed that taking out risk would enable the SC&G Committee to give precedence to standards and curriculum, however it was felt this Committee still had too much to do and the substantial remit warranted a review. Trustees also agreed to a proposal that only one Headteacher be included in the membership, and that this could be filled on a rotational basis. This would refocus the role to one where it was clear the Headteacher was present to represent all schools, rather than their own; it was felt that the latter had been a consequence of having more than one Headteacher on the membership.

It was clarified that non-financial governance would come under the remit of the SC&G Committee and financial governance would come under the remit of the F&R Committee.

#### **Resolved:**

**To approve the revisions to the Governance Handbook and generic Terms of Reference, subject to the amendments identified and to the production of the Risk Policy.**

***Action: Mr Flemming to produce a Risk Policy for the next meeting.***

**Action: Mr Dolben to inform Headteachers that the membership of the Committee had been revised to one Headteacher, who would attend as a representative for all schools in SYMAT. The position would be filled on a rotational basis, to be decided by the Committee.**

**Action: Mrs Graham Brown to revise the Terms of Reference of the SYMAT Church Development Group to align with the new template.**

**Action: The Clerk to arrange for the attendance registers for SYMAT Board and Committee meetings to be sent to the Chair.**

Mrs Powley left the meeting at 8:24 pm.

#### Scheme of Delegation

Trustees agreed that in the case of localised redundancy, staff recruited on new contracts would be redeployed to another Trust school with appropriate vacancies. This would be in discussion with the relevant school. There was discussion on how the redeployment would be carried out to ensure compliance with legal obligations for 'at risk' staff.

**Action: Ms Setty, the CEO and the Clerk to revise the Scheme of Delegation to incorporate staff redeployment for consideration at the next meeting.**

#### Link Trustees

Previously distributed.

The Link Trustees were agreed as follows:

Safeguarding	Andrew Pennington
SEN	Sheena Powley
Archbishop of York Junior School	Mini Setty
Daneshgate (when joined)	Matthew Horne
Dunnington CE Primary School	Ian Dolben
Fulford School	Tom Flemming
Wheldrake with Thorganby	John Williams

There was a brief discussion on the nature of the Link Trustee role, with it being recognised that the emphasis was on 'knowing your school'; Trustees would give a presentation to other Trustees on their link school during the autumn term. It was agreed that it was appropriate for Link Trustees to ask to attend a meeting of the LGB.

**Action: The CEO to produce a guide for Trustees on useful questions to ask governors at their link school.**

#### **9. CFO REPORT – THREE YEAR BUDGET FORECAST**

Previously distributed.

It was noted that the budget was recommended for approval and signature by the F&R Trust Committee.

The CFO stated that the 3 year budget report was due for submission to the ESFA by 30 July. He advised that the forecast budget for the MAT and its member schools was positive. The budget assumed that the Teachers Pension grant funding would continue at the 2019-20 rates; there would be unfunded pay increases (2%) for teaching and support staff; teachers and support staff would be given the expected annual increments on their paycales; the MAT 2.25% had been applied.

The CFO drew attention to the summary document and explained that the budget presented in the first table was contingent on the government continuing to fund the rise in school teacher pension contributions. The cumulative impact of the contributions not being funded was -£788,324 and was shown in detail in the second table. The Chair of the F&R Committee, Mr Flemming, advised that the Committee had considered whether to present the second table to the EFSA, but had decided it was preferable to present a more favourable position. The submission had the facility to add a comment, therefore it could be made clear that it had been assumed that the school teacher pension contributions would be funded by the government.

In response to a question about the forecast deficit of £149,658 in the 2021-22 budget, the CFO advised that it was not unusual for schools to be forecasting a deficit over the three year budget. He advised that Trustees should not be unduly worried as action could be taken over the next three years to avoid this position.

**Trustees decided that the first table, ie with the assumption that the pension contributions would be funded, should be submitted to the EFSA.**

**Resolved:**

**Trustees approved the Trust's Three Year budget forecast (2019-20 to 2012-22) for submission to the ESFA.**

#### SYMAT Finance Manager Post

The CFO reported that a Finance Manager post to work across the Trust had been advertised. This work had previously been undertaken by staff employed at Fulford School, but as one of these colleagues was now retiring, there was an opportunity to recruit a postholder who would be employed by SYMAT. The CEO and CFO said that this addition to the SYMAT finance team would consolidate costs and contribute to the professionalization of the service.

#### School Improvement Contract (Red Kite)

Previously distributed.

Trustees noted the school improvement contract with Red Kite, which would be funded through the top-slice. The CEO was confident that the contract would help LGBs to drive up standards by providing a fresh critical eye, as well as helping Headteachers to prepare for Ofsted Inspection. The review team would comprise experienced Headteachers who would conduct two half day visits to the schools. It was confirmed that Headteachers were aware that there was a change to the school improvement process, but it had not been confirmed that this would be through Red Kite.

**Resolved: To approve the Red Kite contract.**

## **10. COMMITTEE REPORTS**



## 10.1 FINANCE AND RESOURCES COMMITTEE

Previously distributed.

The minutes from the meetings held on 8<sup>th</sup> May and 2<sup>nd</sup> July were attached and the content was noted. The Chair of the Committee, Mr Flemming, advised that the main item for discussion had been the budget.

Trustees noted the contents of the following documents included with the agenda, and asked the Clerk that for future meetings the documents which were for information be separated out into a separate agenda item, so that Trustees knew that they did not need to print/download them in the agenda pack:

- Value for money CIF report;
- Confirmation of approved contractor – ref CIF rooves and windows – resolution *(signed by the Chair at the end of the meeting)*;
- Confirmation of approved internal recruitment process to finance post – discussed under item 9;
- Attendance Management Policy – approved – in the document store [Trust Policies];
- Fulford School science Laboratory tender – in the document store [Trust Documents].

The Communications Plan and website development were identified for future action.

**Action: The Clerk to review the organisation of the meeting papers on MinutePad so that items for information were in a separate agenda item to avoid Trustees downloading/printing them as part of the agenda pack.**

### Terms of Reference 2019-20

Considered under Item 8.

### Committee membership 2019-20

It was noted that Mini Setty was Vice-Chair of the Committee. It was agreed, on the suggestion of the CEO, that a Headteacher should join the Committee. There were no further amendments.

**Resolved: Subject to the above amendments, to approve the membership of the Finance and Resources Committee.**

**Action: The Chair of the F&R Committee to arrange for a Headteacher to join the F&R Committee, liaising with the CEO and Clerk as appropriate.**

## 10.2 STANDARDS, CURRICULUM, GOVERNANCE AND RISK COMMITTEE

Previously distributed.

It was noted that meeting scheduled for 9<sup>th</sup> July had been cancelled due to issues with quorum and decision making. It was agreed that the documents and notes for discussion at this meeting, developed by John Williams (Vice Chair) in relation to internal Trust Governance Review, Local level reviews and Skills Audit analysis be rolled forward to the next meeting of the SC&G Committee and then to the next Trust Board meeting.

### Terms of Reference 2019-20

Considered under Item 8.

### Committee membership 2019-20

It was noted that Ian Warman was in attendance at the Committee, rather than a member. There were no further amendments. A Vice-Chair should be recommended by the Committee at its next meeting.

## **10.3 CHURCH DEVELOPMENT GROUP**

Previously distributed.

The Chair of the Committee advised that there had been no meeting of the Group since the last Board meeting.

### Terms of Reference 2019-20

Considered under Item 8.

### Development Group Membership

**Resolved: To approve the membership of the Church Development Group.**

## **11. MAT-wide POLICY REVIEW**

### **11.1 TRUSTEE CODE OF CONDUCT**

Trustees considered the definition and implications of clause 3.15 of the Code of Conduct, with a view to resolving the potential conflict of interest that one Trustee had in relation to this clause. It was agreed that there was no dispute about the wording of the clause, and the way forward was to agree how it should be interpreted with specific reference to published academic research. The Chair said that in order to establish a consensus on where the 'line' should be drawn with respect to publications in the public domain, Trustees should agree answers to a number of questions; these would then be used to assess whether a Trustee's decision to publish was consistent with the Trustee Code of Conduct.

The questions that required consideration were discussed and summarised as follows:

- *Would the publication of academic research be acceptable, purely as long as there was no specific reference to SYMAT?* Trustees present were of the view that this was not a sufficiently robust interpretation and would not be acceptable.
- *Does Clause 3.15 preclude the publication of any academic research that discusses or takes a view on MAT policy framework?* Trustees present felt that this would be too restrictive.
- *Is the publicly articulated criticism of MATs per se an issue eg MATs as a concept?* Trustees present felt this would depend on the details of the publication, eg criticism to improve practice might be considered acceptable but blanket criticism of MATs was more likely to be an issue.
- *Should Trustees request or require prior notification of academic publications?* Trustees present felt that this was good practice and common courtesy, and that the relevant sections of the publication should be marked-up. Trustees would then have the

opportunity to comment on whether they felt the publication was incompatible with Clause 3.15 of the Code of Conduct.

- *Should Trustees raise concerns about potential conflicts of interest?* Trustees present said they expected that Trustees would use their judgement and raise any potential conflicts naturally as appropriate.

*Mr Bradford left the meeting at 9:11 pm.*

***Action: The F&R Committee to determine and document how Clause 3.15 should be interpreted, giving consideration to the questions suggested by the Board of Trustees at its meeting on 16<sup>th</sup> July.***

***Action: The Clerk to circulate the Trustee Code of Conduct for signature by email.***

*Mr Bradford rejoined the meeting at 9:13 pm.*

## **12. MATTERS TO SHARE OR DELEGATE TO LGBs**

It was noted that LGBs would complete a self governance review, using the proforma proposed by John Williams, which had been included under agenda item 10.

## **13. ANY OTHER BUSINESS**

Governors Leadership Course – Mrs Graham Brown notified her intention to undertake the Governors Leadership Course; Ms Setty offered to be referee for the 360 degree evaluation. It was noted that the other referee should be someone from outside the Trust but familiar with Trust Governance.

Thanks – on behalf of the Board, the Chair paid tribute to Ms Savage for the outstanding contribution that she had made as Headteacher of Fulford School, and thanked her for staying on as CEO for a transition period. Trustees echoed this sentiment and congratulated Ms Savage on her considerable achievements.

## **14. DATES AND TIMES OF FUTURE MEETINGS**

The next Board of Trustees' meeting would take place on 26<sup>th</sup> September 2019 at 6.30pm.

Trustees noted the meeting schedule attached to the agenda. Mr Flemming observed that most of the meetings were on Thursdays and asked if this could be rebalanced so there was an even number of Tuesdays and Thursdays.

***Action: The Clerk to check whether a Thursday meeting could be moved to a Tuesday.***

The meeting closed at 21:33

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Mr Ian Warman  
Chair

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Date

**ITEMS FOR FUTURE AGENDAS:**

**Ofsted Framework – presentation by Mr Steve Lewis**