

MEDWAY ANGLICAN SCHOOLS TRUST (MAST)

DRAFT MINUTES OF A BOARD BUSINESS MEETING HELD
ON 15 SEPTEMBER 2020 AT 18:30
VIA MICROSOFT TEAMS

PRESENT: Steve Coleman, Julia Clarke (Chair), Gill Mond, Richard Jones, Jon Carthy, Hilary Sanders (CEO)

IN ATTENDANCE: Natalie Hobbs (MAST Clerk)

Item	Main discussions and agreed actions	Action by
1	Opening Prayer A Director led with a prayer.	
2	Welcome, Apologies for Absence and Confirmation of Quorate All Directors were present. The meeting was Quorate. Quorum is 3 or 1/3 (one third) of the number of appointed directors, whichever is higher.	
3	Notification of Urgent Matters to be discussed under Urgent AOB <ul style="list-style-type: none"> - NJC Pay Increase - Nursery Audit - Approval for payment of Roofing Works 	
4	Declaration of Business Interests and updates for GIAS All Directors were reminded to complete the annual declaration of Business Interests Form. The Clerk confirmed she would update the website and GIAS if applicable. Additionally, all Directors were reminded to complete the Related Third Party Questionnaire and Skills Audit Questionnaire which had also been emailed by the Clerk to all Directors.	ALL
5	Election of Chair and Vice Chair for the Board The Clerk called for nominations for <u>Chair</u> – the current Chair (Julia Clarke) expressed her willingness to continue for a further year and was duly nominated by Gill Mond, with Steve Coleman seconding. The current Chair agreed to continue for the next year. Voted and agreed unanimously. The Clerk called for nominations for <u>Vice Chair</u> - Gill Mond self-nominated for a further year with Julia Clarke and Hilary Sanders seconding. Voted and agreed unanimously. All agreed that succession planning did need to be looked at for the Board.	
6	Trust Recruitment and Membership The Chair confirmed that the areas of specialism the Board are looking for are HR, Legal and Business experience. The Chair asked for the Skills Audit matrix to be brought to the next Board meeting. The Directors discussed asking Damien Welch and Kerrie Cook from St Margaret’s and St James LGBs respectively to join the Trust Board. The CEO agreed to contact them and if happy bring the proposal to appoint them to the next Board meeting. The Chair advised that there were a number of prospective governors now appearing on Aspiring Governance so they could be contacted to add capacity to our LGBs. The Vice Chair asked if the Trust had approached the Royal Engineers about prospective Governors / Board Directors. The Directors discussed and it was agreed that the Vice Chair would approach them for more information. A Director had been trying to approach local businesses but this was proving to be difficult – possibly due to the current situation with Covid.	ACTION
7	Approval of Director Code of Conduct and LGB Code of Conduct	

MEDWAY ANGLICAN SCHOOLS TRUST (MAST)

DRAFT MINUTES OF A BOARD BUSINESS MEETING HELD
ON 15 SEPTEMBER 2020 AT 18:30
VIA MICROSOFT TEAMS

	The Director and the LGB Codes of Conduct had been circulated with the Directors prior to the meeting. All Directors approved both documents. The Clerk agreed to circulate the LGB Code of Conduct with the LGBs.	ACTION
8	<p>Approval of Minutes and Confidential Minutes from previous Board Meeting held on the 14 July 2020</p> <p>Supporting docs: Previous Board Meeting Minutes 14 July 2020</p> <p>The minutes and confidential minutes of the previous meeting on 14 July 2020 were approved as an accurate record by the Chair.</p>	
9	<p>Matters arising from the Minutes of the Meeting on 14 July 2020</p> <p>There were no matters arising from the previous minutes however the Chair asked if the St Margaret's LGB had arranged anything for a long serving governor who had resigned? The CEO confirmed they had not but agreed she would arrange. In addition, the Chair of All Saints LGB had resigned recently so we would arrange something for her also.</p> <p>The CEO confirmed that the Admission Arrangements that were put in place at the end of last term would continue to run so no variation or consultation would need to be done to revert back to how the arrangements were before the pandemic (for 2022).</p>	ACTION
10	<p>Board Structure including Committees and Working Groups, Evaluation of Impact. Consideration to reinstate Finance Committees.</p> <p>The Directors discussed the Board Structure and agreed they were happy to continue meeting 6 times a year as a Trust Board. They did acknowledge that there did need to be further meetings in the form of a Finance Committee to provide the financial support to the Trust. As such it was agreed to form a Finance Committee which would meet 3 times a year.</p> <p>The Finance Committee would consist of Steve Coleman (Chair), Gill Mond, Richard Jones and Jon Carthy, with the CEO and CFO attending. The Terms of Reference for the Finance Committee were also approved.</p> <p>A Director asked if the full Board received the monthly management accounts? The Chair confirmed she received them monthly but going forward the full Board should receive them – per the guidance from the Academies Financial Handbook.</p> <p>The Chair and Directors discussed the impact the Board had throughout the year. It was agreed the Board did have impact however it was important to grow. The Chair recommended the Board Directors visit the schools (when face to face meetings are allowed). A Director confirmed that last year he did visit three of the four schools, however had not received a response from the fourth. It was agreed that all HTs should be abiding by the Code of Conduct.</p> <p>The Chair and Directors discussed the relationships with the LGBs and it was felt that the relationships were good with them. Communication is key. A Director confirmed that she provides a short report for her LGB on MAST at every meeting. The CEO also added that she attends all LGB meetings and Directors agreed that this would be a welcome thing.</p>	
11	<p>LGB Impact, LGB Terms of Reference Approval, LGB Monitoring Visits Policy, Skills Audit, any other LGB updates</p> <p>Prior to the meeting the LGB Terms of Reference and Monitoring Policy were circulated to all Directors.</p>	

MEDWAY ANGLICAN SCHOOLS TRUST (MAST)

DRAFT MINUTES OF A BOARD BUSINESS MEETING HELD
ON 15 SEPTEMBER 2020 AT 18:30
VIA MICROSOFT TEAMS

	<p>The Terms of Reference and Monitoring Policy were approved by all Directors. The Clerk agreed to circulate to all LGBs. The Directors discussed the strength of the LGBs and how to support them.</p> <p>The Chair asked that the LGB Impact was an agenda item on each LGBs agenda for their meetings and brought to the next Board meeting. The Clerk advised that all LGBs were completing their skills audits and once complete would be forwarded to the Chair of Directors. The Scheme of Delegation had been reviewed in advance of the meeting and there were no changes made to the document for this year.</p> <p>Some information in this item has been removed due to Confidentiality.</p>	<p>ACTION</p> <p>ACTION</p>
12	<p>CEO Update – COVID-19 Prior to the meeting the CEO had provided a full CEO report for the Directors. There were no questions. The Chair thanked the CEO for the fantastic update at the end of week 1 which was greatly appreciated. A Director congratulated the CEO on the <i>“monumental job leading the HTs in re-opening schools... huge congratulations”</i> The CEO stated that staff had been phenomenal and that the Trust had worked very hard. There have been issues around obtaining tests when needed but staff and children have been great. The Chair asked how leadership were conducting the strategic monitoring? The CEO confirmed that it has generally been taking place from doorways (not breaking bubbles) and that wellbeing for staff and pupils was being assessed ongoing.</p>	
13	<p>Finance – Consideration for approval for tenders/contracts /procurement over £15,000 The CEO requested approval to pay the invoice from the Roofing Contractors of £100,000 from St Margaret’s school reserves as the money had not yet come in from the CIF bid. The Chair asked if it would put the school at risk at all by paying it now? The CEO confirmed it would not. The Directors agreed. The CEO updated the Directors on the government chasing for monies owed currently.</p>	
14	<p>Chair’s Correspondence The Chair confirmed there had been no correspondence.</p>	
15	<p>Policies</p> <ul style="list-style-type: none"> - Safeguarding Policy 2020 - Pay Policy 2020 – not available for the meeting - Data Protection Policy 2020 - Online Safety Policy 2020 - Whistleblowing Policy 2020 - Complaints Policy 2020 <p>The Directors had received all policies (apart from the Pay Policy) prior to the Board meeting. The Pay Policy was not yet ready as guidance had not been received. All other policies listed above were approved. The Chair commented the Complaints Policy needed to include the ‘serial persistence’ section and the Clerk agreed to look at this and update.</p>	<p>ACTION</p>

MEDWAY ANGLICAN SCHOOLS TRUST (MAST)

DRAFT MINUTES OF A BOARD BUSINESS MEETING HELD
ON 15 SEPTEMBER 2020 AT 18:30
VIA MICROSOFT TEAMS

	<p>The Chair asked that the LGBs are asked to check their websites to ensure compliance.</p> <p>A Director asked which pay month the pay increase would be realised for staff? The CEO confirmed that Unions would not have completed consultation until 26 September so it would likely be October, otherwise it could get a little messy with the Teachers' Pension Grant paid in November and would become a line in the accounts picked up by the auditors. The Chair confirmed that there is no reason why the Pay Policy could not be brought to the Finance Committee with a recommendation to the Chair to approve as a Chairs Action.</p>	
16	<p>Safeguarding</p> <p>The Chair asked if the CEO could confirm that all Staff had read and understood the KCSiE guidance. The CEO confirmed she would be doing spot checks and that all staff had received the training on the first development day.</p> <p>Additionally, the Chair asked the Directors to confirm they had read and understood the KCSiE guidance. All Directors confirmed this.</p> <p>The Chair agreed to be Safeguarding Lead for the Trust.</p> <p>The CEO confirmed that Safeguarding Training would take place on the November development day for Directors and Governors. Staff had already received the training.</p>	
17	<p>External Advisor for CEO performance management</p> <p>The Directors agreed that the external advisor for the CEO PM would continue being Keith and would look to change next year. The CEO's PM panel would be the Chair and Vice Chair.</p>	
18	<p>Centre/Local Restructure</p> <p>This item was deferred until the next Board meeting.</p>	
19	<p>Any updates to Risk Assessment regarding full return to school</p> <p>The CEO provided any updates to the Risk Assessment in her CEO Report. There were no questions. All Risk Assessments had been updated prior to the schools reopening and were on the website. The CEO confirmed the Risk Assessments were reviewed and updated regularly.</p>	
20	<p>Updates</p> <p>There were no other updates (other than those sent out already). There were no questions.</p>	
21	<p>Training & Development</p> <p>The Chair confirmed that Governor Induction would be run virtually. The Learning Link had been updated quite significantly so it was worth the LGBs taking a look. Additionally the Trust now had access to the School Bus which was a good resource.</p>	
22	<p>Urgent AOB</p> <p>Some information in this item has been removed due to Confidentiality.</p> <p>Pay Committee – It was discussed and agreed that the Pay Committee would be Gill Mond, Julia Clarke, Richard Jones, Hilary Sanders and LGB Rep.</p>	
23	<p>Chairs Actions</p> <p>There were no Chairs Actions.</p>	
24	<p>Confidentiality</p>	

MEDWAY ANGLICAN SCHOOLS TRUST (MAST)

DRAFT MINUTES OF A BOARD BUSINESS MEETING HELD
ON 15 SEPTEMBER 2020 AT 18:30
VIA MICROSOFT TEAMS

	<p>i. Of discussed agenda points Some discussions under agenda items 11 and 22 were deemed to be confidential, and recorded as such. These Confidential Notes will be sent to the Chair only, to forward with discretion to Board Members.</p>																																																																													
25	<p>Dates of Meetings for 20/21</p> <table border="1"> <thead> <tr> <th><u>Term</u></th> <th><u>School</u></th> <th><u>Meeting Day</u></th> <th><u>Date</u></th> <th><u>Time</u></th> <th><u>Focus</u></th> </tr> </thead> <tbody> <tr> <td>1</td> <td>MAST</td> <td>Wednesday</td> <td>14-Oct-20</td> <td>6.00pm</td> <td>Finance Committee</td> </tr> <tr> <td>1</td> <td>MAST</td> <td>Wednesday</td> <td>14-Oct-20</td> <td>8pm</td> <td>Pay Committee</td> </tr> <tr> <td>2</td> <td>MAST</td> <td>Wednesday</td> <td>11-Nov-20</td> <td>6.30pm</td> <td>General / Standards</td> </tr> <tr> <td>2</td> <td>MAST</td> <td>Thursday</td> <td>03-Dec-20</td> <td>4pm</td> <td>General / Auditors</td> </tr> <tr> <td>2</td> <td>MAST</td> <td>Thursday</td> <td>03-Dec-20</td> <td>6.30pm</td> <td>AGM</td> </tr> <tr> <td>3</td> <td>MAST</td> <td>Thursday</td> <td>14-Jan-21</td> <td>6.30pm</td> <td>General / Standards</td> </tr> <tr> <td>3</td> <td>MAST</td> <td>Tuesday</td> <td>09-Feb-21</td> <td>6.30pm</td> <td>Finance Committee</td> </tr> <tr> <td>4</td> <td>MAST</td> <td>Tuesday</td> <td>02-Mar-21</td> <td>6.30pm</td> <td>General / Standards</td> </tr> <tr> <td>5</td> <td>MAST</td> <td>Thursday</td> <td>06-May-21</td> <td>6.30pm</td> <td>General</td> </tr> <tr> <td>6</td> <td>MAST</td> <td>Tuesday</td> <td>08-Jun-21</td> <td>6.30pm</td> <td>Finance Committee</td> </tr> <tr> <td>6</td> <td>MAST</td> <td>Tuesday</td> <td>06-Jul-21</td> <td>6.30pm</td> <td>General</td> </tr> </tbody> </table>						<u>Term</u>	<u>School</u>	<u>Meeting Day</u>	<u>Date</u>	<u>Time</u>	<u>Focus</u>	1	MAST	Wednesday	14-Oct-20	6.00pm	Finance Committee	1	MAST	Wednesday	14-Oct-20	8pm	Pay Committee	2	MAST	Wednesday	11-Nov-20	6.30pm	General / Standards	2	MAST	Thursday	03-Dec-20	4pm	General / Auditors	2	MAST	Thursday	03-Dec-20	6.30pm	AGM	3	MAST	Thursday	14-Jan-21	6.30pm	General / Standards	3	MAST	Tuesday	09-Feb-21	6.30pm	Finance Committee	4	MAST	Tuesday	02-Mar-21	6.30pm	General / Standards	5	MAST	Thursday	06-May-21	6.30pm	General	6	MAST	Tuesday	08-Jun-21	6.30pm	Finance Committee	6	MAST	Tuesday	06-Jul-21	6.30pm	General
<u>Term</u>	<u>School</u>	<u>Meeting Day</u>	<u>Date</u>	<u>Time</u>	<u>Focus</u>																																																																									
1	MAST	Wednesday	14-Oct-20	6.00pm	Finance Committee																																																																									
1	MAST	Wednesday	14-Oct-20	8pm	Pay Committee																																																																									
2	MAST	Wednesday	11-Nov-20	6.30pm	General / Standards																																																																									
2	MAST	Thursday	03-Dec-20	4pm	General / Auditors																																																																									
2	MAST	Thursday	03-Dec-20	6.30pm	AGM																																																																									
3	MAST	Thursday	14-Jan-21	6.30pm	General / Standards																																																																									
3	MAST	Tuesday	09-Feb-21	6.30pm	Finance Committee																																																																									
4	MAST	Tuesday	02-Mar-21	6.30pm	General / Standards																																																																									
5	MAST	Thursday	06-May-21	6.30pm	General																																																																									
6	MAST	Tuesday	08-Jun-21	6.30pm	Finance Committee																																																																									
6	MAST	Tuesday	06-Jul-21	6.30pm	General																																																																									
26	<p>Date and time next meeting The date of the next meeting is the Finance Committee on the 14 October at 6pm followed by the Pay Committee at 8pm. The next full Board Meeting will be on the 11 November 2020 at 6.30pm.</p>																																																																													
27	<p>Close of meeting The meeting closed at 8.45pm</p>																																																																													

Action Points

MEDWAY ANGLICAN SCHOOLS TRUST (MAST)

DRAFT MINUTES OF A BOARD BUSINESS MEETING HELD
ON 15 SEPTEMBER 2020 AT 18:30
VIA MICROSOFT TEAMS

ALL	3	Complete and Return to Clerk Business Interest Form and Related Third Party Interest Questionnaire
CEO	6	CEO to contact Damien Welch and Kerrie Cook re: joining the Board
	9	CEO to arrange leaving gift for Joe Ennis and Janet Harsent
Clerk	7	Circulate Code of Conduct with LGBs – and put on agendas
Clerk	11	Circulate LGB ToR and Monitoring visits policy to LGBs – and put on agendas
Clerk	11	Ask LGBs to complete LGB Impact forms
Clerk	15	Check Complaints Policy and update accordingly

DRAFT