



#### HFC171108.4 Elections

The clerk advised the board that an election was required for the position of chair to the board of Directors.

Kayleigh Sterland-Smith was proposed by Steve Groves and seconded by Teresa Quick.

Kayleigh Sterland-Smith left the room.

Directors voted unanimously to appoint Kayleigh Sterland-Smith as Chair.

Kayleigh Sterland-Smith returned to the room.

**Kayleigh Sterland-Smith is duly elected as Chair.**

The clerk advises the board they now need to elect a Vice-Chair to the board of Directors.

Simon McVeigh is nominated by Maretta Pearson and seconded by Teresa Quick.

Simon McVeigh left the room.

Directors voted unanimously to appoint Simon McVeigh as Vice-Chair.

Simon McVeigh returned to the room.

**Simon McVeigh is duly elected as Vice-Chair.**

The clerk advises the board that the resignation of Jane May means committee membership is not balanced and so a discussion takes place about skills and changing membership. It is agreed that in his absence the skills and experience of Tristram van Lawick would suit the space now on Standards, Performance and Ethos Committee.

The clerk advises the board that both committees require a new chair and that the Standards, Performance and Ethos committee also requires a Vice-Chair. Elections proceed as follows.

Teresa Quick nominates Steve Groves as Chair for Audit and Resources committee and Kayleigh Sterland-Smith seconds.

Steve Groves left the room.

Directors voted unanimously to appoint Steve Groves as Chair for the committee.

Steve Groves returned to the room.

**Steve Groves is duly elected as Chair of Audit and Resources Committee.**

Simon McVeigh nominates Maretta Pearson as Chair for Standards, Performance and Ethos committee and Kayleigh Sterland-Smith seconds.

Maretta Pearson left the room.

Directors voted unanimously to appoint Maretta Pearson as Chair for the committee.

Maretta Pearson returned to the room.

**Maretta Pearson is duly elected as Chair of Standards, Performance and Ethos Committee.**

Steve Groves nominates Simon McVeigh as Vice-Chair for Standards, Performance and Ethos committee and Kayleigh Sterland-Smith seconds. Simon McVeigh left the room.

Directors voted unanimously to appoint Simon McVeigh as Vice-Chair for Standards Performance and Ethos Committee.

Simon McVeigh returned to the room.

**Simon McVeigh is duly elected as Vice-Chair for Standards, Performance and Ethos Committee.**

Finally it is noted that with the resignation of Jane May there is a vacancy for the link Director role at St Mary's Evesham, which Steve Groves confirms he will cover.

#### HFC171108.5 Approval of minutes from previous meetings

The chair asks all directors to confirm receipt of minutes from previous meetings, which Directors confirm. The chair asks for any concerns and then requests approval of minutes from previous meetings.

The minutes are approved.

#### HFC171108.6 Mac expenditure for period 1<sup>st</sup> April 2017 to 31<sup>st</sup> August 2017

The chair asked Directors to confirm receipt of the minutes from the Audit and Resource committee, held on 18 October. Directors confirm receipt and a limited discussion takes place. Attention is drawn to the St Mary's Broadway repayment plan which has now been agreed with the Department for Education. A three year monthly payment plan has been agreed and approval was received following emergency meeting of the Federation Governors. An action plan has been discussed by the local governing body and they are due to return with more detail under proposal in the near future.

Concern was raised over one school within the Federation's mix receiving a larger funding, noting that this may be causing some frustration amongst the other schools. This disparity was noted by directors and they await the local governing bodies proposal.

**Directors ratified the consolidation of accounts.**

Directors wished to ensure that the efforts made by all staff in achieving the results was noted and much appreciated.

#### HFC171108.7 Pay Policy

The chair asked for confirmation that all directors had read and received the attached documents regarding pay policy. Directors confirm receipt. A question was raised regarding the threshold date for completion of 31 August each year. In order to achieve this completion date all performance reviews would need to be completed by the end of term in July in order to receive local governing body approval. Directors requested clarification on this date point,

as it is a variance to the current policy. Directors agreed to the Accounting Officer to negotiate and agree this point with the Interim Head of HR and approve.

**Directors ratify the pay policy.**

HFC171108.8 Headteacher recruitment

The interim head of HR has provided a short statement for the clerk to read.

Quite considerable interest in the role and by the closing date we will have had five people come and view the school and meet with myself and either Marettta or Mark. The closing date for applications is Friday 10<sup>th</sup> November and shortlisting will be carried out on 15<sup>th</sup> November. Interviews are arranged for 30<sup>th</sup> November and 1<sup>st</sup> December.

HFC171108.9 GovernorHub

The MAC Governance and Risk Officer gave the Directors a brief overview of the new package called GovernorHub. The package allows centralised calendars, document storage, and access to Committee level information in one place. Directors are also granted access to all Local Governing Body folders, calendars and document storage. The clerk has notified all Local Governing Body clerks of the set up and requested they populate their area of GovernorHub as soon as possible. Director password links will be sent to them over the next two days.

Directors briefly discuss the availability of Wi-Fi in sites that meetings are being held in. The clerk confirmed Wi-Fi was available however passwords were not setup at present, this would be followed up. A further discussion about movement of meetings being held around the Academy venues, and the clerk agreed to raise points with the local governing body clocks to establish suitability.

HFC171108.10 Code of Practice for Local Governing Bodies

The Mac governance and risk officer outlined the code of practice for governing bodies. This document has been issued by the Diocese and is the same as Directors. Some phrasing has been updated to reflect Local Governing Body. It is requested the Directors approve and adopt the code of practice.

**Directors approve and request its distribution.**

HFC171108.11 Performance

The chair introduces school improvement officer Trevor Davies to the Directors. Trevor is the external provision for evaluation and school improvement plans. Trevor presents a summary of the school evaluation forms which had previously been circulated. The primary school results are covered, specifically noting the following.

- Saint Mary's Evesham demonstrated particularly strong progress

measures

- St Mary's Henley encouraging start to this year following a very small cohort skewing last years results
- St Mary's Broadway demonstrated a very strong set of results in key stage two and key stage one. The board noted particularly strong progress in key stage two.
- St Gregory's Stratford-upon-Avon is showing positive progress. Concerns regarding previous data and coasting status were discussed, particularly noting the pressure on the headteacher to drive standards up as a result. Trevor assured the directors he could no longer see evidence of coasting status, and that the current headteacher had accurate data being recorded

Trevor explained how he was now working with the heads to get completion of on track attainment data for all years. This would enable more accurate future evaluation, helping to anticipate outcomes.

Directors sought clarification with regards to the coasting status of St Gregory's Stratford-upon-Avon. It was explained that previously recorded data had not been as accurate, Leading to the false picture that progress was not being made. In addition to the impact on staff morale, there is a financial impact through SIF funding. Once again Trevor confirmed he was confident that this has now been resolved.

Directors are asked for further detail with regards to external verification at Key Stage 1 and Key Stage 2. It was explained that Key Stage 1 data is not externally verified, and that this therefore makes Key Stage 2 Progress the hardest to achieve. Directors were reassured that moderation systems were in place to ensure an internal evaluations were accurate. Directors were made aware of the several moderation of options in use across the primary schools. Directors sought assurance that termly external moderation was taking place and being presented for challenge either through the Local Governing Bodies or the MAC Board of Directors Committees. It was drawn to the Directors attention by the MAC Governance and Risk Officer that the Directors needs to be clear of the processes in place and be capable of explaining decisions if challenged.

Trevor Davis then noted that following the completion of the evaluations he believed the following judgements would be appropriate to anticipate if inspected.

- St Gregory 's Stratford-upon-Avon Good
- St Mary's Broadway Outstanding
- St Mary's Henley Good
- St Mary's Evesham Good
- Our Lady's Alcester Requires Improvement - with a strong capacity to improve
- St Benedict's Outstanding

A number of questions were raised by the Directors regarding the Our Lady's evaluation and judgement. It was explained that the previous Head of School had removed some detail from the preparation notes, excluding some pupil data for what they felt were appropriate reasons. However it transpired these were not justifiable removals and therefore when results data came through there were unexpected outcomes. With such small cohort numbers, what could be an individual pupils data could have a greater than 10% impact on results. This had now been addressed with the new Head of School, action plans were already in place and there were initial signs of improvement. The Executive Headteacher and Trevor were very focussed on getting the details right for the future and the Local Governing Body were aware and working alongside the school too. The Executive Principal would ensure sign off for all data. Directors asked if any of these actions could trigger an inspection and they were reminded that having just converted they would not be expecting to see an inspection at this point.

Directors then moved on to the consistency of the data gathering, including ensuring a standard approach and implementation was being achieved across the MAC. Trevor assured the Directors that he was working with each school to implement the collection and updating of 'on track' data, which would help to identify trends earlier and put action in place to address. It would also provide a more regular way of evaluating between schools in term and not just at the end of year. Trevor was covering termly updates with each Primary school, however offered to try some additional ones with a couple of sites if the Directors required it and the Headteachers felt it would be valuable. Directors were reassured there was regular external challenge in place in addition to the internal methods and Local Governing Body reviews.

Trevor went on to give a short summary of St Benedict's, the only Secondary school within the MAC. He had met with the Headteacher and Head of Sixth Form recently and was in the process of compiling the report. This had been a positive meeting with considerable data and the Directors were informed the detail would be presented in a different format to Primary reports. The Local Governing Body had completed an initial evaluation of results from the Headteachers report and action plans were updated.

Finally the Directors asked Trevor for his views on the Primary schools within the MAC using each other as part of the internal verification. He felt this would be a very valuable addition to consider. Directors requested Trevor return early in the summer term to give an updated evaluation.

Directors thanked Trevor Davis for his work with the headteachers, and it was noted that the Headteachers present all appreciated his work. It was commented that his visits were robust but objective and the meeting outcomes reflected well in the positive ethos of the MAC.

Following the presentation the Directors asked for all non Directors to leave

the meeting with the exception of Trevor in order that they have the opportunity to ask further specific questions.

8.20pm Mark O'Connell, Jane McNally, Jackie Smith and Vicky Robinson leave the meeting.

Confidential Minutes 1

#### HFC171108.12 Committee performance

Confidential Minutes 2

9.29pm Mark O'Connell return to the meeting.

9.49pm Vicky Robinson, Jackie Smith, Jane McNally return to the meeting.

#### HFC171108.13 Central MAC roles, responsibilities and resources

The Clerk noted that a number of discussions had taken place at recent committee meetings and that both committees had concerns to raise with regards to additional resources.

The Directors were informed that a meeting had taken place between the Accounting Officer, Executive Principal, Chief Financial Officer and Interim Head of HR earlier that week. It was felt there had been very productive conversations with regard to the central roles, understanding the workload, additional responsibilities that had been undertaken since conversion and the impact and morale of the teams.

Within the Finance area the support intended for in school had been removed in order to undertake the other work no predicted or anticipated, so could not have reasonably been expected or planned for. No primary schools had received visits and the impact of this had been noted. It was agreed that this support was really necessary, however in order to restore the provision as expected there would be a requirement for further financial administration support to be put in to the main office. In order that the provision for schools was achieved in a more balanced way it was also suggested that this was split over 2 individuals with the following mixture suggested.

Role 1: St Gregory's 0.2FTE, Evesham 0.1 FTE and Central 0.7 FTE

Role 2: Our Ladys 0.2 FTE, Broadway 0.2 FTE, Henley 0.1 FTE, Teaching School 0.1 FTE, St Benedict's 0.4 FTE

Overall cost was anticipated at c.£43,000 p.a.

Directors asked if the salary range available would attract the right calibre of candidates and they were assured it would.

There was then discussion about the provision in HR and the split of responsibilities currently held by the individual in post. The Directors heard again how the Central MAC work was prioritised over the St Benedict's premises remit and that maintaining this in the longer term was not tenable.

The suggested option was to move the current Interim Head of HR to cover the Central MAC role on 0.8FTE, split by staff numbers for the Primary schools, with the balance of 0.2 FTE being St Benedict's. Then a St Benedict's premises role would be needed to backfill the responsibilities left from the current job description. There was some discussion about the possibility of a MAC wide role at this level in the longer term, but it was felt that just St Benedict's would be covered at this stage.

Concern was raised about any approval to this element as the St Benedict's Local Governing Body had not been consulted yet, and there was no detail regarding costs for this option at this stage. Questions were also asked as to who was the line manager for the Chief Financial Officer and who the Directors should seek out if there were concerns to raise regarding decisions.

**Directors agree in principle to recruitment within Finance and HR, requesting fuller details for the Audit and Resource Committee meeting on 30<sup>th</sup> November. The full board agrees to delegate the decision to approve any spending commitment to the Committee.**

Finally the Executive Principal for The Federation informed Directors of recruitment of 25hrs per week for the Teaching School to restructure following the recent loss of the Dean.

The discussion then moved towards the possibility of consideration for a wider role, akin to CEO or Accounting Officer, on a part time basis to cover the whole MAC. A paper had been circulated in advance which supported discussion and outlined 3 options for consideration. An initial cost was estimated at £40,000 for 0.4FTE. There was concern amongst the Directors for the current model being fragile, and that currently they were lacking strong overall operational input. The Directors were looking to support the current Headteachers, whom they felt were strong and performing well in their individual roles. The current Accounting Officer had responsibility for the Secondary school in addition and contributed his view to the board. He felt that there was not the capacity at present to effectively deliver what the Directors were looking for in addition to having the Headteacher role at St Benedict's, questioning the ability to undertake all the wider strategy work and priorities in addition to running the school. It was also noted that the location of schools within the MAC was not conducive to easy, close collaboration and that what was possible in city centre academies may not be easy to replicate in the more rural locations.

Directors discussed their concerns over the current capacity to drive the MAC priorities and strategies forward, whilst having a specific lead to hold to account for operational results. It was noted that there was some evidence to support the presumption that standards fall when a role is shared with other responsibilities due to the prioritisation involved. It was noted that between them the current headteachers drive 80% of the overall costs of the

MAC effectively at present, which could be an argument that other resource was not needed. However the Headteachers expressed concern which was noted by Directors for the difficulty they had in ensuring the focus on teaching and learning was achieved. The board further discussed the challenges of identifying potential candidates with the skills to relieve the current pressures, drive the MAC agenda and assume overall accountability. Options were further discussed and a contribution from the absent Director was also shared via the clerk.

The MAC Governance and Risk Officer was asked if there were any limitations from the Articles of Association to recruitment and it was confirmed that there was provision for a senior executive leader, however this was not normally a position to consider until the size of the MAC was larger than it currently was. Directors asked that he undertake further investigation of similar roles within the Diocese, gaining input from the Chief Financial Officer, Interim Head of HR and Accounting Officer, and to report back at the next meeting in February.

#### HFC171108.14 A.O.B

Executive Principal, The Federation, informed the board that the Trustees were not currently prepared to sign off the approval for site development at Broadway connected to the recently notified Section 106 bid. The Audit and Resources committee had approved the release of £5,000 to support plans and the tender process in order that detail could be collated and presented back. Directors were advised by the MAC Governance and Risk Officer that they needed to fully understand the details of proposals and contract elements or there was a risk of being exposed to additional costs. Directors asked that further detail was provided, and it was ascertained that funds were due to be released on completion of the 55<sup>th</sup> house on site, which was currently anticipated around April 2018. It was agreed that if approval was required between committee or board meeting that this could be achieved by ratifying through email.

The MAC Governance and Risk Officer read the following short statement from the Diocese in relation to growth.

The Holy Family Catholic MAC agrees to support the development of the Diocesan Academy Strategy to secure, protect and improve Catholic Education. This could include expansion or collaboration through sponsorship or partnership with other Diocesan schools or Multi Academy Companies, in line with the requests of the Archbishop. All future plans will be subject to the agreement of the Diocese, with the appropriate due diligence work being undertaken by the MAC.

**Directors were asked to confirm their agreement to the statement, which was confirmed unanimously.**

Development plans for the MAC were due to be shared at the next full board meeting in February 2018.

No further items were raised.

Meeting closed 10.37pm

### Action Summary

Action By	Minute Number	Action	Date completed
Accounting Officer	HFC171108.7	Follow up pay policy date change with Interim Head of HR	
All	HFC171108.9	Sign in to GovernorHub through link sent by clerk	
Executive Directors	HFC171108.13	Fuller details on recruitment costs and options to be prepared for circulation to Audit and Resources Committee ahead of 30 <sup>th</sup> November	
MAC Governance and Risk Officer	HFC171108.13	Investigate Accounting Officer/ CEO options in use within Diocese and report back	
Executive Principal The Federation	HFC171108.14	Arrange for full report on costing and works regarding Section 106 funding	