



Holy Family Catholic Multi Academy Company

Meeting of the MAC Directors

Monday 9th July 2018, 6.30pm

St Benedict's Catholic High School, Sixth Form, First Floor

Present

Kayleigh Sterland Smith	Foundation Director and Chair
Simon McVeigh	Foundation Director and Vice Chair
Maretta Pearson	Foundation Director
Tristram van Lawick (+6.37pm)	Foundation Director
Teresa Quick	Foundation Director
Steve Groves (-7.30pm +7.47pm)	Foundation Director
Nick Gibson (-7.04pm +7.33pm)	Executive Director
Jacqui le Maitre (-7.04pm +7.54pm)	Executive Director

Others

Jackie Smith	(-7.04pm +7.54pm)	Headteacher, St Mary's Evesham
Jane McNally	(-7.04pm +7.54pm)	Headteacher, St Gregory's Stratford upon Avon
Kate Hawkins	(+6.52pm -9.20pm)	Chief Financial Officer
Louise Armfield	(-9.20pm)	Chief Financial Officer Designate
Alannah Bayliss	(-9.23pm)	Head of HR
Trevor Davies		School Improvement Partner
Lisa Fryer	(-8.10pm +8.18pm)	Clerk to Directors

The meeting was quorate throughout (8 Directors)

Apologies

None received

Meeting opened at 6.30pm

HFC180709.1 Opening Prayer

The meeting opened with a short prayer led by Nick Gibson

HFC180709.2 Welcome, apologies and thanks

The Chair welcomed Louise Armfield to the meeting and congratulated her on her appointment to Chief Financial Officer from 1st September.

HFC180709.3 Declarations of business and pecuniary interest

The Chair asked if any Directors had any changes or updates to their registered declarations and none were noted, there was also nothing relating to tonight's agenda.

19.07.18

Clerks draft minutes

1 of 11

Signed Date

HFC180709.4

The Chair asked if all Directors had read the minutes of the previous meeting and if there were any amendments required, none were noted.

Directors approved the previous meeting minutes.

HFC180709.5 School Improvement Partner report to the Board

Trevor started his presentation with a reminder to the Board that the SATS results were due out the following morning, and so the results on the report are predictions, with real data available from tomorrow. Trevor talked through the expected outcomes, with Greater Learning Depth and reading and writing and maths covered. All national comparison data used in his report is from 2017, however Directors were made aware there could be some shift but it is not expected to be significant.

All primary schools data suggests that they are on track, and Trevor noted a number of positive comments relating to the data for each school. The Directors looked at the details of each school for KS1 and KS2, and head a little more on the commentary from Trevors visits to the schools. Trevor asked Directors if they had any further comments and they asked how they would heard about the results from the next day. Trevor and the Headteachers explained that this would be unvalidated data and so subject to changes. Directors asked if the changes through validation were significant and when validated data was available and they were informed there are not usually large changes in the validated data, which is issued in January. Directors requested the invalidated data, which Headteachers agreed to send on to Trevor to collate over the week and it would be sent on to the clerk to distribute.

Trevor also included again the prioritised staff training options for the next year.

Tristram van Lawick joined the meeting at 6.37pm.

Directors asked how the results compared to previous outcomes and heard that it was hard to say, Headteachers were awaiting the outcomes tomorrow as it's not clear what the baseline would be.

Specific questions were raised about schools. Our Lady's Phonics predictions, Directors heard that the cohort was quite weak, and that the KS1 results have not progressed on as hoped. Comparing to St Mary's Henley, Directors asked if Trevor believed there was stronger teaching at Henley. It was explained that Our Lady's has a Newly Qualified Teacher, whereas Henley has qualified so it was difficult to make direct comparisons. The Executive Headteacher was not willing to comment on the quality of teaching at present. Directors were informed that the baseline from EYFS was quite a bit lower than what was recorded at end of the year for Our Lady's, and so KS1 base line was lower than expected at the start of term.

Trevor reported that he had spent time in schools, trawling books and reviewing work.

Directors asked about the work and outcomes for Our Lady's and what could be done, they heard that the low cohort numbers had a greater impact on the overall figures.

Trevor noted that with schools like Henley and Alcester with low cohort size, it can have a significant impact on the overall results as one pupil can be 10%.

Directors heard that Alcester has been hit badly by the very low intake, and they heard that low birth rate would continue to make this challenging. However the intake appears to be affected by siblings going out to other schools rather than progressing through too, leaving a higher than average number of SEND pupils applying and securing places. This puts additional pressure on the school and impacts teaching in class. Directors heard from the Executive Headteacher that Children in Care were being directed to the school and the Local Authority were contacting the school for places. The Executive Headteacher explained that the nursery on site was also encouraging pupils with higher needs to apply for the school. It was noted that whilst there was a positive reputation about supporting with needs well, it should not be at the cost of pupils with greater ability. Directors asked if the nursery had an impact on the intake and heard that it did but not necessarily in a positive way. The setting is on the school site and a payment for the lease is made to Our Lady's. The Nursery owner is looking to sell the business and has asked if Board were interested at all. The Executive Headteacher reiterated that consideration was being given to the longer term liaison with the Nursery and the impact this was having on applications for school intake. Directors made no commitment to discuss or pursue the nursery business.

Trevor reported there was a lot of learning going on at school sites and teacher learning was being focused on. Continuous Professional Development dates had been arranged with topics for the next year.

Directors asked for the St Benedict's data, and it was confirmed that this was reported on in the Autumn term. Directors challenge was that there had been some feedback that parents had raised questions about attainment. Directors asked to see more detail regarding the data from St Benedict's, including a summary on a more regular basis, and to review termly. An individual Director was concerned that some parents are actively removing children from the school and felt the Board should be aware. A discussion took place over the school dashboard data and its availability, which is reported at the schools Performance Committee every term. (note from clerk after the meeting, this data can be found in the meeting folders on GovernorHub which all Directors have access to through each school area, or by using this link https://app.governorhub.com/g/stbenedict'scatholichighschool_1/docs/5a01c838520f5300014b8277)

K Hawkins joined the meeting at 6.52pm.

The St Benedict's Headteacher spoke about the importance of keeping perspective on the point raised, as the current progress data is in place, and that the standards are in place. Hearsay was challenged relating to the numbers and parent questionnaires

responses that are being seen, and the Headteacher accepted that there would always be the potential for some parents to express concerns, however it was not born out in the data and feedback in school. Directors heard that there were possibly some pupil movement in Yrs 7,8,9 but nothing that would unduly concern the Headteacher. The Headteacher highlighted that there was a lot of choice locally for Secondary school places, with Alcester Academy and Alcester Grammar school.

The Headteacher felt that St Benedict's had the benefit of marketing the Sixth Form achievements, but that improving results at local schools had increased their marketing too. Some parents may also be looking at Alcester Academy because of progress rates. Directors agreed that this would be a conversation for the future when strategies and priorities were covered.

The Chair asked if there was anything else from the Directors that they would like to ask Trevor and nothing more was raised. Trevor is meeting all schools before the half term next Autumn, and will collate details ready to report back. The clerk confirmed that she would send on to Trevor details of dates for reporting to the Board.

Directors then spoke about the potential to market the overall academy as a package. Refreshing the website and drawing attention to some of this data. Directors also asked about presenting detail to the board from the Headteachers group. Directors asked if the Headteachers were happy with the way Trevor has prepared and presented their data.

HFC180709.6 Actions take by Directors to note

Louise Armfield joins us as Chief Financial Officer designate, with her appointment effective from 1st September 2018, she was currently working with Kate Hawkins on a handover. Replacement for Louise's role had been agreed and recruitment was underway.

Directors heard that the Chief Financial Officer had discussed with Chair and Vice Chair some amendments that were required to the 2017 accounts. This related to the auditors Land and Building estimate, now that the ESFA has provided a different estimate for these areas. The recommendation was that the accounts are resubmitted now so that there is no considerable change when 2018 accounts are submitted.

Directors heard from the clerk that a grievance had been investigated by a member of the Board, and the outcome had been upheld. The Resolution Manager had made recommendations that a Chair and Vice Chair of a Local Governing Body were suspended and a Committee was approved by Directors to review this recommendation before passing it on to the Diocese. This had been actioned and Directors were now informed that a report was being prepared to send to the Diocese requesting the removal of Foundation Governors. The Board do not have the authority to remove Foundation Governors. The clerk was working with the Diocese to ensure procedures were being correctly followed.

Headteachers were asked to leave the room for the next agenda item at 7.04pm

HFC180709.7 Broadway Committee Report

A discussion took place under confidential minutes.

Confidential item 1

7.30pm Steve Groves left the room

7.33pm Nick Gibson was asked to return to the meeting

7.47pm Steve Groves returned to the meeting

7.54pm Headteachers returned to the room

HFC180709.8 Forecast for MAC period 1.9.18 to 31.8.19

The Chief Financial Officer presented the forecast detail for 1.9.18 to 31.8.19. and explained that the submission has to include 3 years detail, with the proviso that the first year has to balance. The Chief Financial Officer explained the overall in year position for the MAC which would be an in year deficit of £417k, and gives an end of year balance of a small deficit, however this should be corrected before submission to give a small positive in year situation. The Chief Financial Officer then explained that the main driver of the overall MAC position is St Benedict's, being the largest site and it's low reserves followed by the proposed in year expenditure.

The Directors started by looking at the consolidated services detail. They saw detail on benchmarking within schools, particularly in primary schools where there can be comparisons within MAC. The report had capacity detail, staffing % costs, School PAN, and teacher to pupil ratio was also shown. Directors were informed that St Benedict's teacher pupil ratio masks some differences across the school.

Central function costs were discussed and Directors heard that last year these had been calculated on a 4% management charge. When the Finance team started on initial budgets they estimated 5.5% as costs. However further decisions have been made and so this has now been adjusted down to 5%. It was noted that the schools Local Governing Body figures were recommended with the 5.5% detail, and only once this was all back were the other details confirmed. Directors heard that the MAC do not have a regional academies growth fund this year, which had helped provide a small buffer.

Directors saw the overview of all costs, which included the charge back to central for services. The Board heard that the forecast included an increase the charge for facilities as a recommendation of St Benedict's Local Governing Body. They heard it was not a sophisticated charge, simply calculated and similar to what is going on in other schools internally, and it was designed to cover the overall costs incurred by the

central team in use. Central function overview concluded with the Chief Financial Officer asking if there were any questions.

Headteachers asked what the services were that the 5% would cover and heard that essentially it's the cost of employing people that do the central jobs. Headteachers asked if there was a Service Level Agreement (SLA) available to share with Local Governing Bodies, so that the governors could be reassured what was available and that they could access in return for the 5%. The Head of HR and Chief Financial Officer agreed that the SLA would be good to review and send out.

Directors asked if this central charge might go up again in the following year and heard that there was the potential for the charge to increase because of external factors, however economies of scale could be achieved if more schools joined the MAC.

8.10pm The clerk left the meeting and the Vice Chair took notes.

Directors discussed the clerking costs increase and the Chair asked for feedback from the Board on maintaining the increased budget and the overall quality of service. Positive feedback was given about the quality of service and a discussion took place around stronger controls for authorisation of additional work. The clerk would be asked to capture costs against work relevant to certain tasks so the Board could maintain this line and keep under review.

8.18pm The clerk returned to the meeting

The Chief Financial Officer continued with the presentation and discussed the St Benedict's position with an overview was given to Directors. The class sizes and the impact of the International Baccalaureate qualification on numbers of subjects and therefore the class sizes was discussed, including the increase in numbers drawn in for applicants this coming year. Directors heard that smaller Sixth Form provision is challenging, and there is the need to be realistic and looking at the options again. Directors heard that potentially options for consideration included closure, collaboration, and curriculum changes. A finance committee had been established at St Benedict's to start this detailed work.

The Vice Chair asked if the terms of reference for the St Benedict's committee should come to Directors for approval and heard that none were in place and they could only make recommendations for closure, as the Board have not delegated the authority to allow this. Directors expressed further concern that this is potentially at least the 4th review of the Sixth Form, and raised wider questions of PAN, for the school and Sixth Form, and the overall scope that is in place for this committee. There was concern about impact on the reputation of the school and MAC to consider.

The Chief Financial Officer explained that the auditors had been approached for their connections and guidance, with the view that there could be alternative options to

consider in finding a remedy to this problem in the longer term. Directors expressed concern that the Sixth Form plans needed to be solid and set up to support the longer term. They wished to ensure that that MAC allowed pupils the opportunity to progress through to the start of higher education or work, and that this was an essential part of the MAC estate.

Directors asked that the school governors broaden the terms of reference for the St Benedict's finance committee. Directors heard that SEND funding was being scrutinised by the new Headteacher, the costs to school are £167k and an SEND expert is being consulted currently to get further ideas and input on this area. Directors heard that the funding for SEND was not enough to actually support the number of pupils in school and the cost of SEND, however they heard that the current Headteacher had challenged this over the years and redressed the balance slightly through working with the Local Authority. Directors heard that this would be reviewed but could be a challenge. Finally it was highlighted to the Directors that the increase in the MAC central charge was an additional cost of £74k at St Benedict's.

Directors asked about the expected intake against PAN, and heard that a number of local school have increased PANs recently, which does have an impact on St Benedict's. Directors heard that the ideal PAN for Sixth Form would be between 90/100 pupils per year to break even, however this would present problems with building capacity.

Directors heard that the main school was currently providing funding support for the Sixth Form, however there was the need to provide a fair service to the main school pupils. It was benchmarked prior to conversion as a very financially efficient model. Directors talked about the potential income being generated in other schools, which could help to offset the other costs. Directors asked about schools allowance and what was available for conditions, and asked where the money was available to support building changes. The Chief Financial Officer explained that the SSIF bids process was needed to secure the sites and funds. The Chief Financial Officer explained that all schools could put in bids, and that there were a number of things to be considered. The Vice Chair asked that a future topic of discussion for meeting would be the Facilities Management at St Benedict's, to be covered in the autumn term.

Another topic of discussion raised was the progression on from within the feeder schools, to St Benedict's. Directors discussed the factors that might be seen to drive this. The practising catholic nature was raised as a concern in addition to the cost of transport. It was noted that more transitional work could be done, and that some pupils who had chosen to go to other schools have then applied for mid year admissions. Other local schools have targeted the yr 4 and 5 groups to get the interest on the schools progression earlier, rather than the St Benedict's progression. Directors heard that there had been other local marketing and aggressive campaigns to attract the pupils and parents up. It was agreed that increased marketing was

needed and the momentum needs to be built on this. There may also be the need to look at wider topics such as PAN.

The Chief Financial Officer highlighted the staffing number between this year and next year, cover supervisors have been included to help control costs. Pastoral roles are being advertised but not yet recruited. Directors asked if the Headteacher Designate had agreed the forecast and been involved in the preparation. Further information was sought on the Senior Leadership Team structure, and that the phasing of any recruitment considered, looking at slightly longer before certain posts are in place. It was confirmed that David Hughes has been involved with the forecast and longer term plans.

Longer term sustainability of the school and the retention of quality teachers was also discussed with better TLR payments and free periods for preparation raised, which the school have not been able to do as they are already trimmed back. Directors heard that other lines were of limited impact and that would all be reviewed once the finance group had reviewed. Directors asked what elements of the KS3/4 were core, and additional. Directors asked about the curriculum and heard that there were some subjects that could be reviewed and considered for trimming, however a number of Primary Headteachers felt that this does not reflect the broad and balanced curriculum that is being promoted by Ofsted.

The Directors then went on to looking at the primary schools detail. St Gregorys was in surplus with opening reserves, with this staying the case up until 2021. Pupil numbers were very static, and in year deficits forecasted for the next couple of years. St Mary's Evesham had a current surplus, and stable pupil numbers again. The Directors asked what had generated the underspend next year to go to a deficit the following year. They heard that some other costs were paid pre conversion so some expenditure next year has been limited, and will then need renewing. It was also noted a very static staffing group at the school so cost savings through recruitment would be limited.

The Our Lady's Alcester overview was in positive with an in year surplus next year, but then going in to deficit beyond then. Directors heard that Henley had opening reserves which carries forwards and remains in surplus for a while before moving in to a deficit. Henley has 5 classes currently, and the Finance team have calculated this forecast with this dropped to 4, in line with the other half form entry schools around the MAC. Directors heard that there was the need to look at the net capacity of the school, ideally not looking to increase to class sizes beyond 30 (a PAN of 15 per year) Small funding guarantee has been phased out at a third per year on the advice of another MAC who have sought a consultant report to get detailed guidance. Directors asked about the big jump in teaching costs, and heard this is the return of teachers on maternity leave, which was partly covered through insurance and a lower supply cover.

St Mary's Broadway detail was discussed, currently in deficit, and the forecast opens with this and increases each year. Pupil numbers have been kept very static, with Directors asking how the census figures had been arrived at. The Broadway Committee were yet to make recommendations and so the forecast was based on the current position and structures.

Directors heard that the Teaching School, opens the year at £12k, which will end with a further increase. Income is made up from bursary, school to school support and DfE grants. Income generation was possible and forecasts end with a potential positive balance of £103K by 2023.

The Chief Financial Officer asked if there was any feedback or details the Directors wished to change. Directors requested to rephrase some elements of St Benedict's around recruitment, and a couple of other minor changes to ensure the forecast is presented as a year end surplus for reserves.

Directors were then asked to approve the budgets as seen for submission, understanding that they have a statutory responsibility to submit the next 3 years. Directors agreed that an action plan is required to complete wider recommendations and the Board agrees that some of these are already in place at schools. Directors asked that the financial position continues to be reported on, and is noted at each meeting. Detail and information would continue to be available through monthly management accounts.

Directors approved the submission of the accounts.

The Chair noted that it was Kate Hawkins final meeting, and wished to thank her for all her work and support to the MAC in her role. Board members noted their gratitude and wished Kate the best in her future career.

9.20pm Kate Hawkins and Louise Armfield leave the meeting.

The Head of HR spoke briefly about her summer projects and the update to the Board at the last meeting on HR policies. Given the details covered in the forecast submission she confirmed that this would be progressed and there will be updates to come back to board in the autumn. The Head of HR was looking to produce overall MAC HR policies covering a number of further areas including a Management of Change and Redundancy policy. This will be discussed with Warwickshire and Worcester and the unions consulted, with the MAC looking for discussions and removing the enhanced element of redundancy payments.

9.23pm Alannah Bayliss left the meeting.

HFC180709.9 Consideration for new Board members

The Chair explained that there was the potential to look for additional Directors and asked the Clerk to explain what options were open for the Board to consider. The

majority of Directors have to be Foundation, and the Clerk advised that a current topic of discussion was raised about staff members being on the Board of Directors, which may need to be addressed in the near future. The Clerk explained about co opted and parent Director posts and terms of office.

Directors discussed skills and experience that they would appreciate the opportunity to include on the Board if possible, these were initially identified as Facilities management, Marketing, MAC growth, and HR. Members raised the possibility of approaching businesses to explore using their expertise and Headteachers raised that the independence of external experts and businesses to consider joining, noting that some large businesses include this as part of their Corporate Social Responsibility cycle.

Directors also gave consideration that a previous Director who had resigned for personal reasons could be approached and asked if they would be prepared to join the board again.

The Clerk informed the Board of a government supported site called Inspiring Governance, which was recommended by National Governance Association, to support governor recruitment.

Directors agreed that an advert should be drafted and the Vice Chair offered to complete this. The suggestion was made that the advert was written up and circulated to a wider audience, using MAC wide networks in governance and the MAC website. Then Board members agreed there should be an approach to the wider community, contact through parishes and putting feelers out to local businesses. The Clerk was asked to register for Inspiring Governance and investigate how this worked.

HFC180709.10 DSL certification

The Safeguarding Director explained that the Designated Safeguarding Lead requirements and training had been checked recently in all schools and that the Board were minuting the current position which was that all sites had appropriate levels of staff with the correct training certification in place. All schools were thanked for the prompt responses.

There were some amendments that would be necessary next academic year, and the Safeguarding Director asked if it would be valuable to have a Central register to collate and be posted on GovernorHub, which the clerk would collate for the Board. Directors and Headteachers confirmed this would be very helpful and asked if all Safeguarding Governors could also be recorded. Finally the Safeguarding Governor asked that Headteachers confirm to their Local Governing Bodies that the chair of governors name and email address is available in staff rooms.

HFC180709.11 Preparation for 2018/19

The Clerk explained that in house governor training was currently being arranged and the first session due in the autumn term was using school performance data. The reports that were used the training were called IDSR, Inspection Data Summary Reports and were what Ofsted used to prepare for inspections. The Clerk had arranged for copies of last years reports for St Benedict's and St Gregory's to be available and they would be posted on GovernorHub shortly so Directors had the opportunity over the summer break to familiarise themselves with the content and layout.

In House training session dates would be confirmed with Warwickshire shortly and posted on GovernorHub for all MAC governors to book on.

HFC180709.12 Close and date of next meeting

Next meeting Monday 17th Sept 2018 at St Benedict's, 6.30pm.

Meeting closed 9.48pm

Action Summary

Action By	Minute Number	Action	Date completed
Clerk	<u>HFC180709.5</u>	Clerk to circulate collated SATs results once School Improvement Partner has compiled	20.7.18
All Directors	<u>HFC180709.5</u>	Access school level reporting data through GovernorHub and familiarise where information can be found on school reporting.	
Clerk	<u>HFC180709.8</u>	Notify St Benedict's LGB of Directors concerns for the Finance committee work and terms of reference	Communicated to Chair of LGB 11.7.18
Head of HR	<u>HFC180709.8</u>	HR Policies for Directors approval to be notified to the clerk for the Autumn meetings	
Clerk	<u>HFC180709.9</u>	Register for Inspiring Governance	12.7.18
Vice Chair	<u>HFC180709.9</u>	Produce advert for potential Director recruitment	18.8.18
Clerk	<u>HFC180709.10</u>	Collate DSL information for Safeguarding Director and Board reporting	
All Directors	<u>HFC180709.11</u>	Familiarise yourself with the IDSR reports and confirm attendance at the In House governor training sessions	
Clerk	<u>HFC180709.11</u>	Post up dates for all governor In House training sessions for next year	16.8.18

19.07.18

Clerks draft minutes

11 of 11

Signed Date