

Company Number: 10561094
 Board of Directors Meeting 13.05.21

Minutes of a meeting of the Board of Directors

DATE: Thursday 13 May 2021

TIME: 6.15pm

VENUE: Virtual meeting

Present:

Roger Alston (Director – RA, Chair), Debi Bailey (CEO and Director - DB), Steve Beharall (Director – SB), Nadia Iftkhar (Director – NI), Steve Leggetter (Director – SL), Andrew Lister (Director – AL), Anne McNall (Director – AM), Sue Ormerod (Director – SO)

Required quorum: 3, or if greater 1/3rd of Directors holding office on that date. Directors holding office on 13.05.21: 8. Directors present on 13.05.21: 8 (6 for item 13). The meeting was quorate.

In attendance:

Lisa Bilton (NEAT Head of Business Services – LB)
 Shaun Dillon (NEAT Head of Digital Resources and Delivery – SD) for items 1-8
 Suzanne Hendey (NEAT Head of Governance and Corporate Affairs - SH), Clerk
 Charles Turvill (NEAT Chief Operating and Financial Officer – CT)

1	<p>Apologies for absence Apologies had been received from Nichola Brannen, which were accepted.</p>
2	<p>Declaration of potential conflict of interest in any agenda item CT declared his interest as a director of NEAT Active Ltd, the trust’s trading subsidiary company. It was noted by the Board that CT was in attendance at the meeting in his capacity as the trust’s Chief Operating and Financial Officer and was not entitled to vote as he was not a director of the academy trust. On that basis it was decided that CT would not withdraw from the meeting to ensure that he could fulfil his advisory role to the Board, which he would take care to ensure reflected the interests of the trust. This approach would be kept under review in case a specific matter in direct conflict with his role as a company director of NEAT Active Ltd arose, in which case he may be asked to withdraw from the meeting at that point.</p>
3	<p>Agree any items of urgent business not on the agenda The directors were advised that the terms of office of Nadia Iftkhar and Andrew Lister were due to end on 21.06.21 and it was proposed to consider whether to recommend their re-appointment under item 16. The clerk advised that both NI and AL should withdraw from that item due to their conflict of interest.</p>
4	<p>Minutes of previous meeting held on 31 March 2021 and matters arising The minutes were agreed as an accurate record of the meeting and there were no items classified as confidential. The Chair to sign the minutes at the next available opportunity.</p>

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5	<p>Update action grid from previous board meetings</p> <p>In addition to the updates provided on the action grid included with the papers, the following was discussed verbally:</p> <ul style="list-style-type: none"> • 22.10.20 Item 9: It was agreed that the action for AL and SL to contact Microsoft was complete and it had been agreed with the CEO not to take any further action at this stage.
6	<p>Membership of Board of Directors</p> <p>It was noted that Shaun Fooy had resigned from the board with effect from 07.05.21 and there were now three non-executive director positions to recruit to. The desired skillsets had previously been agreed as finance and legal and there was discussion about the focus for the third: reference was made to previous discussions about secondary education experience and marketing/communication skills, although it was also a priority to extend the board's reach to Teesside. The nomination panel for the board appointments would take this forward.</p>
7	<p>Reflections on Mission, Vision and Strategy session</p> <p>The CEO led a discussion to review the joint session with school/service leaders, local governors and NEAT Active Ltd directors. Overall, the event had been a positive opportunity to engage in conversations and work collaboratively. There was also a sense that the organisation was not "one trust" and that staff had become disconnected through the Covid pandemic, however there had been evidence of strong alignment between St Hild's and the trust.</p>
8	<p>Initial IT service review</p> <p>The Head of Digital Resources and Delivery introduced the paper setting out a broad future direction for IT services in light of the findings from his initial trust-wide review.</p> <p>There was some support for the proposal not to renew contracts with existing service providers, however it was concluded that further information was required about the options available to the trust before an informed decision could be made about the future operating model.</p> <p>Action:</p> <ul style="list-style-type: none"> • Head of Digital Resources and Delivery to bring forward an options appraisal in consultation with AL and SL to the next meeting on 14.06.21. <p><i>SD left the meeting at 18:50.</i></p>
9	<p>Management accounts for 2020-21 financial year – period 7</p> <p>The COFO summarised key aspects of the accounts for the year to date: the overall position was +£498k for the year to date based on higher than expected income of +£129k and lower than expected expenditure of -£360k with all school in a surplus budget position. The board's attention was drawn to the financial position of NEAT Active Ltd, which had been partially open since March but was still operating under the latest lockdown restrictions.</p> <p>It was clarified that some reserves were restricted but could be used for capital expenditure. There was discussion about the trust's performance against its target of maintaining reserves equivalent to one month's operating costs. The COFO explained his intention to bring forward a paper to the next meeting on 14.06.21 to set out priorities for spend, ahead of the final budget being presented for approval in July.</p>

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	<p>Overall, there were no additional actions identified by the board to maintain financial viability of the trust on this occasion.</p>
10	<p>Overview of revised budget forecast for 2020-21 and initial budget position for 2021-22 financial year</p> <p>The COFO highlighted the key variances with the period 7 forecast provided in item 9 and confirmed these largely related to the inclusion of St Hild's Church of England School within the 2020-21 budget from April 2021. The financial position at St Hild's in the current financial year was positive due to the post-sponsorship grant provided by the DfE. It was confirmed that there were no significant costs anticipated linked to lockdown restrictions easing or returning over the months ahead.</p> <p>A draft budget for 2021-22 was presented to include the growth in pupil numbers at Benfield School and a planned deficit at St Hild's to avoid the need for significant change at this stage. The ESFA had confirmed that the trust did not qualify for additional funding for growth at Benfield as the trust's financial position had significantly improved over the last 12 months. A summary of the initial budget for each school and service was presented: overall, the financial position of the trust was sound. Income and expenditure metrics for each school and the trust overall were provided, which did not identify any variances of particular concern.</p> <p>The directors discussed the low pupil numbers admitted to Year 7 at St Hild's in September 2021 and queried the pattern of admissions from feeder schools and whether there was scope for in-year admissions. It was reported that there were a number of pupils in Hartlepool who had yet to be allocated a Year 7 place.</p> <p>Action:</p> <ul style="list-style-type: none"> Data on proportion of pupils from feeder schools admitted to St Hild's in Year 7 to be provided
11	<p>Letters of engagement from MHA Tait Walker</p> <p>The directors received and agreed the letters of engagement from the trust's external auditors for the annual audit and the academy accounts return and delegated these to the COFO to sign on their behalf.</p>
12	<p>Receive reports from NEAT Active Ltd Board of Directors, Committees and Executive Team</p> <p>There were no reports from the NEAT Active Ltd Board or committees since the last meeting on 31.03.21.</p> <p>a) Any decisions since the last Board meeting on 31.03.21 delegated to the Chair on behalf of the Board: None</p> <p>b) Any urgent decisions since the last Board meeting on 31.03.21 taken by the Chair on behalf of the Board: 21.04.21 Delegation of approval of Policy for centre assessed grades for GCSEs/A Levels in 2021 for Benfield School and St Hild's Church of England School to the Head of Centre (who is the Headteacher in both schools)</p> <p>c) Report of policy amendments approved by Executive Team on behalf of the Board since the last Board meeting on 31.03.21: None</p>
13	<p>Any urgent business</p> <p><i>NI and AL withdrew from the meeting. The meeting remained quorate.</i></p>

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	<p>The board discussed the intention of NI and AL to seek re-appointment for a further four-year term of office and agreed to recommend this to the members for approval.</p> <p>Action:</p> <ul style="list-style-type: none">• Clerk to seek approval of members via written resolution.
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Meeting concluded at 19:25.

Signed.....*R.T. Aiston*..... Date.....14/06/21.....