

**National Church of England Academy Trust (NCEAT) Board Meeting**

**Minutes of Meeting**  
**Tuesday 28 January 2020**

**REVIEWED**  
**6.30 PM - The Whiting Room**

<b>Membership</b>			<b>'A' denotes absence</b>
Mrs L Allen	LA	Parent Governor	Apologies
Mrs C Ball	CB	Foundation Governor	
Mrs K Cowley (Chair)	KC	Foundation Governor	
Mr C Dean	CD	Community Governor	
Mrs J Eastwood	JE	Foundation Governor	Apologies
Mrs A Harmston-Hall	AHH	Parent Governor	
Mrs H James	HJ	Foundation Governor	Apologies
Mrs G Johnson	GJ	DALP Governor	Apologies
Mr A McKibbin	AM	Foundation Governor	
Mr B Marshall (Vice-Chair)	BM	Foundation Governor	
Mr J Oldfield	JO	Foundation Governor	
Rev J Stephens	JS	Foundation Governor (ex-officio)	
Mr M Paine	MP	Foundation Governor	
Mr S Yardley	SY	Foundation Governor	
Vacancy		Parent Governor	
Vacancy		Foundation Governor	
<i>In attendance</i>			
Mr M Brailsford	MBR	Principal	
Mr A Hawkins	AHA	Acting Vice-Principal	
Mr S Bray	SBy	Clerk	

Mrs Cowley invited Rev Stephens to begin the meeting with a prayer.

<b>NCE/51/1920</b>	<p><b>Apologies &amp; Welcome</b></p> <p>The Chair welcomed everyone to the meeting and advised that the following apologies for absence had been received: -</p> <p style="text-align: center;">Mrs L Allen: Work commitment</p>	
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	<p>Mrs J Eastwood: Illness Mrs H James: Work commitment Mrs G Johnson: Maternity leave</p> <p>Trustees were asked to consider and agree the apologies submitted. The apologies were <b>approved</b>.</p> <p>Trustees congratulated Mrs Johnson on the recent birth of her son.</p>	
<b>NCE/52/1920</b>	<p><b>Declarations of interest and any changes since last declaration made</b></p> <p>The Clerk drew trustees' attention to legal advice recently received (copies of which had been circulated) that confirmed that Mrs Cowley, Mr McKibbin and Rev Stephens were able to take part in discussion on agenda item 55 and to vote on proposals.</p> <p>There were no further new declarations of interest, either direct or indirect, for any items of business on the agenda.</p>	
<b>NCE/53/1920</b>	<p><b>Minutes of last meeting</b></p> <p>Minutes of the NCEAT meeting held on 10 December 2019, having been previously circulated, were agreed and signed by the Chair as a true record.</p>	
<b>NCE/54/1920</b>	<p><b>Matters arising from NCEAT Board meeting 10 December 2019</b></p> <ul style="list-style-type: none"> <li>• <b>NCE/40/1920 – Minutes of 19 November meeting</b> Mr Brailsford advised that the invoice-related matter remained unresolved.</li> <li>• <b>NCE/41/1920 – Future NCEAT Governance and Partnership Arrangements</b> These matters were considered at agenda item 55 below.</li> <li>• <b>NCE/42/1920 – Governance Matters</b> Issues relating to financial delegations were considered at agenda item 56 below. Mr Brailsford is to follow up enquiries with the ESFA regarding the change to the Accounting Officer role though it was understood that reporting of the matter to date had been compliant. The Clerk confirmed that GIAS had been updated to reflect Mr Brailsford's appointment as Accounting Officer.</li> <li>• <b>NCE/46/1920 – GDPR</b> This matter was considered at agenda item 60 below.</li> </ul>	<p>MBR – Feb 20</p> <p>MBR – Feb 20</p>
<b>NCE/55/1920</b>	<p><b>Future NCEAT Governance and Partnership Arrangements</b></p> <p>The Chair and Vice-Chair updated trustees on a range of issues and developments since the last Board meeting.</p> <p><b>Choice of MAT</b> – The Chair invited Mr Marshall, Mr Yardley, Mr Brailsford and Mr Hawkins to present the findings from their recent visits to the two MATs that NCEAT had been considering joining. Those visits (as reported at the last meeting – minute 41 refers) were arranged in order to discuss and validate issues arising from the presentations made to trustees by both MATs in November 2019 and to raise any further questions.</p> <p>Mr Marshall welcomed the open and honest conversations that had been held at both MATs visited and thanked CEOs and staff at both for their support and co-</p>	

operation. He drew trustees' attention to the two documents (an Executive Summary and a SWOT analysis) which had been written by the group following the visits, copies of which had been previously circulated and were also tabled at the meeting. He summarised the key issues identified on the visits as set out in these documents and advised trustees that there was a strong consensus amongst the four people who carried out the visits on which of the two MATs represented the best fit for NCEA going forward.

Mr Marshall summarised the approach of the two MATs to service provision, further outlining the balance between centralised and devolved provision that each offered. Mr Brailsford summarised the approach of the two MATs to school improvement, explaining the balance between collaboration and autonomy that each offered. Of the two MATs, MITRE was considered to offer the most appropriate balance between centralisation and devolution in service provision and the best balance between collaboration and autonomy with regard to school improvement.

#### CONFIDENTIAL MINUTE

Mr Brailsford outlined the approach to staff development observed on the visits. MITRE's approach was considered to be particularly impressive, covering teaching and support staff fully.

#### CONFIDENTIAL MINUTE

Mr Marshall summarised the ethos of both MATs, concluding that, while both were positively and demonstrably Christian, MITRE better demonstrated Christian values in the day-to-day actions of both staff and students. It was felt there was a particularly strong alignment of values and ethos between MITRE and NCEA, based on observations on the visits.

Mr Marshall explained the approach to governance adopted by both MATs. He reported that MITRE's Board was very strongly skills based and that specialists had been recruited on the basis of ensuring the Trust Board had skills and expertise in key areas including finance, law and educational improvement.

Mr Yardley echoed the observations on all aspects of the visits.

In concluding the initial presentation, Mr Marshall advised trustees that, while neither of the two trusts visited was "better" than the other, the unanimous view of the four delegates was that MITRE provided the best overall balance between collaboration and autonomy for NCEA to progress.

The Chair invited questions from trustees on the issues raised in the two reports and in the presentation.

Various trustees raised a number of questions covering issues including Board membership and representation; the future of Hucknall Sixth Form Centre (HSFC); arrangements for the deployment of NCEA staff to other academies within each partnership; local governance and structures in each of the partnerships under consideration. Each issue was considered fully and answered by trustees and leaders involved in the visits.

#### CONFIDENTIAL MINUTE

	<p>The Chair thanked all trustees and staff involved for the work they had carried out to prepare for and take part in the visits. Thanks were also expressed to Mrs Boothroyd who had covered for Mr Brailsford during his absence on the visits and to Mrs Kirk for her work in supporting the review process prior to and during the week of the visits.</p> <p><i>Mr Hawkins left the meeting at 7.35 pm.</i></p> <p>Following the discussion, a resolution was moved by the Chair and seconded by Mr Marshall that NCEAT should join at the MITRE Multi Academy Trust. The resolution was put to a vote by a show of hands and the resolution was <b>agreed</b> unanimously.</p> <p>The Chair agreed to contact the Chief Executive Officers of both MATs by telephone to inform them of the decision and to follow this up with a more formal email confirming the decision. Trustees acknowledged that the decision would be subject to satisfactory Due Diligence being carried out by MITRE and approval by the RSC. The Chair agreed to inform the RSC of the Board's decision. She would also inform Diocesan representatives. Mr Brailsford agreed to inform academy leaders and staff.</p> <p><b>Service Level Agreement (SLA) and Memorandum of Understanding (MoU) –</b> Trustees <b>noted</b> the agreed MoU, copies of which had been previously circulated. Trustees were advised that this document effectively replaced the SLA previously discussed. Negotiations with DAT over the Schedules of Services to be appended to the MoU were ongoing – a further meeting was scheduled for 14 February 2020.</p> <p><b>Project Plan and Risk Register –</b> Trustees <b>noted</b> both documents, copies of which had been previously circulated. Updates to the Project Plan, to reflect matters relating to transition between trusts and implementation issues, would be discussed at the next meeting of the Project Team to be held on 10 February 2020.</p> <p><b>Hucknall Sixth Form Centre –</b> Trustees were advised that the first formal meeting to discuss these issues with DAT leaders had been arranged to take place on 14 February 2020. Outcomes of the meeting would be reported back to the next meeting of the Trust Board.</p> <p><i>Mr Marshall left the meeting at 7.55pm at the conclusion of discussion of this item.</i></p>	<p>KC – Jan 20</p> <p>MBR – Jan 20</p> <p>MBR/ BM – Mar 20</p>
NCE/56/1920	<p><b>Governance Matters Update</b></p> <p><b>Review of Financial Delegations –</b> Mr Brailsford advised trustees that, following agreement of financial delegations agreed at the previous meeting (minute 42 refers) he was looking into minor changes to budget holding responsibilities. Further reports would be brought before trustees in due course.</p> <p>Mr Brailsford also informed trustees that DAT had withdrawn line management responsibilities for some support staff at NCEAT and that alternative arrangements had been made through NCEAT staff picking up these responsibilities. Budget holder responsibilities would need to be amended to reflect these changes.</p> <p><b>Adoption of former DALP Policies –</b> Trustees considered a report prepared by the Clerk, copies of which had been previously circulated, which considered arrangements for the adoption of policies. The report invited trustees to adopt all current DAT policies that had previously been developed and adopted jointly by both NCEAT and DAT through the Diverse Academies Learning Partnership (DALP) and proposed that arrangements for the adoption of local policies in place at NCEAT prior to the dissolution of DALP be re-adopted. Following further discussion, trustees: -</p>	<p>MBR – Feb 20</p>

	<ul style="list-style-type: none"> <li>• <b>Agreed</b> to adopt all current former DALP policies as NCEAT policies</li> <li>• <b>Agreed</b> to delegate to Mr Brailsford authority to make minor amendments to all such policies to reflect roles and staff at NCEAT, wherever DAT staff are currently mentioned, prior to publication of the policies on the NCEAT website</li> <li>• <b>Agreed</b> to adopt the approach to the review and approval of policies set out in the report, through which changes to policies would be put to the relevant committee for adoption, then onward to the Trust Board for ratification.</li> </ul>	MBR – Feb 20
NCE/57/1920	<p><b>Finance and Resources Update</b></p> <p><b>Financial Performance November 2019</b> – Trustees considered the November 2019 Financial Performance report, which included management accounts, balance sheet and cashflow information, copies of which had been previously circulated.</p> <p>Mr Brailsford summarised the latest position for trustees’ information, drawing trustees’ attention to changes made (including to Balance Sheet) since the October report following audit and review. He informed trustees that he has asked for the “compliance” section of the report to be re-introduced. Forecasts were still awaited from Finance staff and would be reported to trustees as soon as they became available.</p> <p>He advised trustees that a projected surplus was still expected at the year-end, but explained that a significant proportion of that projected surplus related to attrition. He also outlined further areas of planned expenditure relating to needs and updated trustees on recent staff appointments made.</p> <p>Trustees asked whether it was likely that service costs would reduce on joining a new MAT, given that the recharge percentage was expected to be lower than that paid previously. In response, trustees were advised that this matter was under consideration but it was possible that savings generated from a lower recharge percentage may be offset at least in part by the need to locally pay salaries of staff previously covered by the recharge. There may be other cost adjustments, offset by costs for local provision.</p> <p>Trustees were advised that future Financial Performance reports would be considered at Finance &amp; Resources Committee. Copies would continue to be circulated to all trustees.</p> <p>Trustees <b>noted</b> financial performance to the end of November 2019.</p>	
NCE/58/1920	<p><b>Becoming a Nut-Free Academy</b></p> <p>Mr Brailsford explained to trustees that a number of current students were allergic to nuts, in once case severely so. He advised trustees that he was considering moving the Academy to become nut-free to address issues of risk arising from students being allergic to nuts and sought trustees’ views on the matter. He had engaged with parents and with leaders at other schools that had become nut-free</p> <p>Trustees asked whether there would be a potential risk if an incident occurred after any nut-free declaration had been made. In response, current arrangements in the restaurant were explained, but it was recognised that a risk would remain. Trustees observed that nut-free arrangements may not be easy to enforce, citing examples</p>	

	<p>from other academies that they were aware of. Parental responses were also felt to be important.</p> <p>Trustees confirmed that they were content for the matter to be further explored but that any proposal on the matter should be put before NCEAT for decision.</p>	<p>MBR – Mar 20</p>
<b>NCE/59/1920</b>	<p><b>Membership Update</b></p> <p>The Clerk advised that an application had been submitted to the Diocesan Board of Education for the reappointment of Mr Marshall as a trustee for a further four-year period, on the termination of his current term of office in March 2020.</p> <p>The Chair advised trustees of the need to appoint Chairs and Vice-Chairs of the newly established Standards &amp; Outcomes and Finance &amp; Resources Committees. She proposed that the following appointments be made: -</p> <p><u>Standards &amp; Outcomes Committee</u> Chair – Mrs Harmston-Hall Vice-Chair – Mr Marshall</p> <p><u>Finance &amp; Resources Committee</u> Chair – Mr Yardley Vice-Chair – Mrs Eastwood</p> <p>Following further discussion, these appointments were <b>approved</b>.</p> <p>Rev Stephens advised trustees that she had decided to leave the parish and would therefore resign from her role as ex-officio trustee on 10 June 2020. Trustees thanked Rev Stephens for her service in the role and wished her success for the future.</p> <p>The Clerk to make arrangements for updating of relevant records in due course.</p>	<p>SBy– Jun 20</p>
<b>NCE/60/1920</b>	<p><b>GDPR</b></p> <p>Further to discussion at the last meeting (minute 46 refers) Mr Brailsford informed trustees that Mr Cockerill had been appointed as the Academy’s Data Protection Officer. He would be supported through the provision of appropriate training.</p> <p>Trustees were advised that there were no further GDPR issues to report.</p>	
<b>NCE/61/1920</b>	<p><b>Date and time of future meetings</b></p> <p>The next NCEAT Board meeting is to be held on <b>Tuesday 3 March 2020</b> at <b>6.00pm</b> in the <b>Whiting Room</b>.</p>	
<b>NCE/62/1920</b>	<p><b>Determination of confidentiality and Equalities Act and Nolan Principle consideration</b></p> <p>Trustees considered whether anything discussed during the meeting should be deemed as confidential and whether during the discussions any equal opportunities had arisen.</p> <p>It was <b>resolved</b> that:-</p> <ul style="list-style-type: none"> <li>Detailed discussion of future NCEAT governance and partnership arrangements</li> </ul>	

	<ul style="list-style-type: none"><li>• Detailed discussion of financial matters</li></ul> <p>were all confidential.</p> <p>No further items discussed were deemed to be confidential and there had been no Equalities Act implications to consider.</p> <p>The Nolan Principles had been considered throughout all discussions.</p>	
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The Chair invited Mr McKibbin to close the meeting with a prayer.

The meeting closed at 8.35 pm.

Signed .....Print.....Date: ...../...../2020