



Signed *[Signature]*

ITEM 001.3 - MINUTES

Meeting of the Academy Transformation Trust Board

6 November 2019

10:00 to 12:00

Venue: ATT Head Office

The 7 principles of public life

Selflessness, Integrity, Objectivity, Accountability, Openness, Honesty, Leadership

Board members	Initial	Position
Bernard Dickenson	BD	Chair
Tom Clark	TC	Trustee
Phil Milligan	PJM	Trustee
Alistair Milne	AM	Trustee
Dave Trotman	DT	Trustee
Margaret Wilson	MW	Trustee
Attendees	Initials	Position
Debbie Clinton	DC	CEO
Claire Pritchard	CP	Deputy CEO, COO
Peter Wilson	PW	CFO
Amy Bills	AB	RED, Primary West
Vince Green	VG	RED, Secondary West
Andy Gannon	AG	HoCA and Clerk

Apologies

Board members	Initial	Position
Pat Beanland	PB	Vice Chair
Neil Lucas	NL	Trustee
Simon Jones	SJ	Trustee

Minutes

ITEM	Detail
001	Routine business
001.1	<i>Apologies for absence</i> These were received and accepted from PB, NL and SJ.
001.2	<i>Trustee resignation and FRC arrangements</i> The Chair confirmed that Bernard Cook had stepped down as a Trustee with effect from 16 October 2019. Trustees recorded their formal thanks to Bernard for his service to the Trust and noted, in particular, the contribution he had made to the work on Trust finances over the past two and a half years. Trustees expressed concern that Bernard Cook's departure meant there was now much less financial and commercial expertise, as well as non-public sector experience, on the Board.

	<p>The HoCA informed Trustees that NL had requested to step down as a Trustee due to work commitments, but had indicated that he would be willing to stay on until Christmas to cover FRC business if needed. The HoCA confirmed that the FRC and ARC meetings for 20 November had been cancelled in consultation with the Chair and explained that NL's request would leave FRC without a Chair or Vice Chair. Trustees noted NL's decision with disappointment but expressed their formal thanks to him for his contribution.</p> <p>TC indicated that he would be able to join FRC on a temporary basis, and attend the meeting on 4 December. He requested a briefing from the CFO and the HoCA ahead of the meeting. MW indicated that she, too, would be able to join the meeting if necessary.</p> <p>The HoCA noted that NL's departure would bring the number of Trustees down to eight. He noted in addition that one Member had indicated a desire to step down.</p> <p>He informed Trustees that he had developed some recruitment material for sharing among the networks of both Trustees and ELT and confirmed also that he was intending to recruit an on-line non-executive matching agency to seek to find both new Members and Trustees. Trustees requested that the HoCA share the recruitment material so that they could explore potential new recruits.</p> <p>Trustees considered the options now for bringing additional expertise onto the Board, and the following points were made:</p> <ol style="list-style-type: none"> 1. There is a need to increase the diversity of the Board – especially with regard to gender, race and age – and also to ensure greater representation across the geography served by the Trust 2. Suggestions for alternative recruitment avenues included approaching universities with whom we work, approaching consultancy organisations who have programmes to encourage middle managers into non-executive positions, advertising in local and national papers and determining whether any of our LAC members would be interested in becoming Trustees; AM offered to discuss potential avenues with the HoCA 3. We should review the frequency and conduct of Trustee meetings, especially in regard to the use of technology to enable a greater geographic spread. 															
001.3	<p><i>Declarations of interest</i></p> <p>There were none.</p>															
001.4	<p><i>Minutes of the last meeting</i></p> <p>These were accepted as accurate.</p>															
001.5	<p><i>Matters arising</i></p> <p>All matters arising were covered on this agenda or had been dealt with already.</p>															
001.6	<p>Action</p> <table border="1" data-bbox="300 1760 1385 2069"> <tr> <td data-bbox="300 1760 400 1883">A01</td> <td data-bbox="400 1760 1027 1883">Arrange a briefing for TC ahead of FRC on 4 December and confirm whether MW's attendance is needed</td> <td data-bbox="1027 1760 1177 1883">HoCA</td> <td data-bbox="1177 1760 1385 1883">15 November 2019</td> </tr> <tr> <td data-bbox="300 1883 400 1986">A02</td> <td data-bbox="400 1883 1027 1986">Discuss recruitment avenues with AM and pursue these</td> <td data-bbox="1027 1883 1177 1986">HoCA</td> <td data-bbox="1177 1883 1385 1986">15 November 2019</td> </tr> <tr> <td data-bbox="300 1986 400 2069">A03</td> <td data-bbox="400 1986 1027 2069">Share recruitment material with Trustees to share with their networks</td> <td data-bbox="1027 1986 1177 2069">HoCA</td> <td data-bbox="1177 1986 1385 2069">With minutes of meeting</td> </tr> </table>				A01	Arrange a briefing for TC ahead of FRC on 4 December and confirm whether MW's attendance is needed	HoCA	15 November 2019	A02	Discuss recruitment avenues with AM and pursue these	HoCA	15 November 2019	A03	Share recruitment material with Trustees to share with their networks	HoCA	With minutes of meeting
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	A04	Review frequency and structure of Trustee meetings as part of the Global Calendar review	HoCA	5 February 2020
002	Safeguarding (CEO)			
002.1	<p><i>Group update</i></p> <p>The CEO advised Trustees that Sarah Bloomer would be starting as Director of Safeguarding (DoS) on 11 November 2019. She informed Trustees that there were ongoing safeguarding concerns in relation to a longstanding complaint at Sutton Community Academy and to the findings of a local authority review at Icenii (Secondary). She confirmed that the relevant RED, as well as the DoS, would be following these up as a matter of urgency and that she, as CEO, would be meeting personally with the Icenii Principal to pursue these concerns.</p>			
003	Pay and People Performance Committee (PJM)			
003.1	<p>PJM, as Chair of PAPP, outlined the main points of discussion at the recent meeting, the minutes of which had been circulated prior to the meeting. He confirmed that the recommended pay and performance awards had been approved and that PAPP had asked ELT to move away from bonus schemes and to investigate the use of spine-based schemes at all levels of the Trust.</p> <p>He also noted the committee's discussions around a number of broader HR-related strategic issues, highlighting recruitment, retention, our skills mix, pay, reward and recognition. He confirmed that the HR Director had been asked to reach an evidence-based view of our future approaches ahead of the next meeting.</p> <p>The HoCA confirmed that an additional meeting of PAPP had been scheduled for 18 March 2020.</p>			
003.2	<p>Clarification and challenge</p> <p>1. The CEO noted that she was aware of other Trusts who were considering their own approaches to pay and reward. Trustees requested that any far-reaching proposals for changes to our approach be considered by the full Board as well as PAPP and the COO agreed that she would ensure this happened.</p>			
004	Corporate matters (HoCA)			
004.1	<p><i>Governance structures 2019-20</i></p> <p>The HoCA presented the paper previously circulated. The proposals for Regional Governance Forums and one Trustee and Governor conference were approved and Trustees noted the dates.</p>			
004.2	<p><i>Sub-committee Terms of Reference 2019-20</i></p> <p>The HoCA presented the paper previously circulated and confirmed that all sub-committees had approved their own Terms of Reference. The COO asked that PAPP be responsible for convening any necessary review committees in the event of restructuring and Trustees agreed to this.</p>			
004.3	<p><i>Scheme of Delegation 2019-20</i></p> <p>The HoCA presented the paper previously circulated and noted that this was a document that should be understood, 'lived and breathed' by all involved in our governance. Trustees agreed that it was a good starting point for the strategic discussions to be held later in the day regarding governance models for the future.</p>			

	The CEO noted that recent experience of Ofsted inspections had reinforced the importance of a sound Scheme of Delegation (SoD) that was understood across the Trust.			
004.4	Clarification and challenge			
	<ol style="list-style-type: none"> 1. One Trustee suggested that Local Academy Committees should have the SoD to hand at every meeting and the HoCA agreed to make this a requirement. 2. One Trustee expressed the view that, while the proposed SoD would clarify the situation as it currently stands, the Board should consider very carefully the potential misunderstandings in regard to accountability that might stem from continuing to refer to LACs as ‘governors’ – Trustees agreed to discuss this more fully during the strategic session. 3. One Trustee suggested that the SoD might reflect a degree of ‘earned autonomy’ and be different in different academies – Trustees agreed to consider this more as part of ongoing discussions about our future governance model. 			
004.5	Resolution			
	Trustees approved the sub-committee Terms of Reference and the Scheme of Delegation for 2019-20.			
004.6	Action			
	A05	Require that LACs have the SoD available for reference at every meeting	HoCA	15 November 2019
	A06	Ensure the <i>Governance Guide</i> as published reflects the new SoD and ToRs	HoCA	15 November 2019
005	Specific additional matters			
005.1	<i>Regional Schools Commissioner meeting, 14 October 2019</i>			
	The Chair and CEO noted that the annual review meeting had been positive, especially in regard to finance and the improvement in educational performance. The Chair noted that there remained a need to ensure that academies which had been with the Trust for some time were making sufficient and timely progress and suggested there be more discussion of this under item 005.5.			
005.2	<i>Inspection feedback – PHO and CPA</i>			
	AB outlined the main findings from the inspection at Caldmore Primary Academy which took place on 15 and 16 October. She detailed also her and the team’s experience of the inspection process and confirmed the positive nature of the experience.			
	VG reported on the findings from the inspection at Phoenix Academy which took place in September and confirmed the academy had been judged ‘Good’. He noted, however, that there were some concerns in regard to the teaching of reading, the application of the behaviour policy and progress in learning beyond the core subjects.			
005.3	Clarification and challenge			
	<ol style="list-style-type: none"> 1. Trustees asked about the extent to which leadership changes had impacted upon the result. The CEO suggested there had been much Trust support, that leadership changes had been crucial and that the Principal had done a good job to ensure the academy was tightly run. 			

	<ol style="list-style-type: none"> 2. Trustees asked about the executive’s view of only having one special academy within the Trust. The CEO suggested it was important for the Trust to secure more special provision in order to share expertise and drive further improvement. 3. Trustees asked how REDs were determining the key issues to focus on. AB suggested that academies where performance showed ‘peaks and troughs’ were drawing the most focus.
005.4	<p><i>Inspection feedback – RAV</i></p> <p>The CEO presented the paper that had been previously circulated and written by Steven Vincent, RED (Primary East). She outlined her view that more work needs to be done to enable academy leaders to properly manage inspections and confirmed that she had asked REDs to approve any proposals with regard to who should meet with inspectors.</p> <p>She confirmed that the next stage would be to draw up a post-inspection action plan and indicated that Trustees would monitor that plan – through SOC and at the full Board – at every meeting.</p>
005.4	<p><i>Inspection monitoring – SCA</i></p> <p>VG gave a verbal update following the monitoring inspection that had taken place the day before this meeting. He outlined a number of areas that had been raised in the post-inspection discussion and said that further consideration would be needed once the report is received.</p> <p>The CEO confirmed that she and the Chair had discussed the initial findings in some detail and that Trustees would be asked to review the progress of the academy in more detail – through SOC and at full Board – at the next meetings.</p> <p>The CEO noted in particular that certain aspects of the Trustee SCR were not compliant, but confirmed that this would be rectified by the end of the week.</p> <p>Trustees suggested the focus of the Trust must remain on securing reliable and sustained improvement while taking note of the findings once they are received.</p>
005.5	<p><i>Academy improvement</i></p> <p>The Chair stated his view that, in the light of some of the recent Ofsted experiences, the Trust Board should emphatically support the executive to take rapid action with a view to securing improved pupil progress and improved outcomes in this academic year. He noted that there are little more than 100 working days before pupils in Key Stages 2, 4 and 5 begin to sit assessments.</p> <p>He confirmed that he had met with VG and AB and asked all REDs to determine which interventions would make the biggest difference to pupils within our academies. He asked for Trustees’ support with this and confirmed also that the CFO was in a position to ensure these interventions were appropriately financially supported.</p>
005.6	<p>Clarification and challenge</p> <ol style="list-style-type: none"> 1. Trustees agreed that this was the single most important purpose behind everything we do and supported the proposal unanimously. They noted that, while the more strategic approach to quality improvement put in place last year would benefit many younger pupils, many of those who were nearer to assessments had not benefited in the past from this approach and would need additional intervention this year. The CEO urged Trustees to read the reports of

	<p>Full Academy Reviews to gain a clearer understanding of where our concerns were.</p> <ol style="list-style-type: none"> 2. Trustees suggested particular intervention be considered in relation to enabling pupils to work and think independently and REDs confirmed that a key focus would be on putting in place a bespoke adaptive curriculum for those pupils who have gaps in their knowledge. 3. Trustees welcomed the suggestion that the best teachers should be deployed to support these pupils but urged that the Trust continue also to take a strategic approach to dealing with poorly performing teachers. 4. Trustees reminded the executive that academies which were performing well should also not be overlooked in the development of these strategies. 5. Trustees emphasised the importance of working with academy Principals to ensure they were relentless in their determination to maximise the potential of every pupil. The CEO confirmed that REDs were targeting their efforts on the small number of academy leaders causing some concern in this regard and also that every Principal has a performance target focused on progress and attainment. Responding to a question about the performance of individual groups of pupils, the CEO confirmed that targets did break this down. 6. Trustees asked that LACs be reminded of the need to focus their scrutiny on educational performance, especially of different pupil groups, and the HoCA agreed to do this. 7. One Trustee suggested that better use be made of the support of exam boards in preparing pupils for assessments and REDs agreed to pursue this. 8. One Trustee suggested evidence could be gathered from other Trusts about interventions which have proven effective and REDs confirmed they were doing this as they prepared their approaches. 9. Trustees asked that this be a standing item on all Board meetings so that they could scrutinise in detail the impact of the strategies adopted. 			
005.7	Action			
	A07	Ensure that detailed monitoring of SCA and RAV is a standing item on Board agendas	HoCA	18 December 2019
	A08	Remind LACs of the need to focus scrutiny on educational performance	HoCA	15 November 2019
	A09	Ensure that Academy Improvement is a standing item on Board agendas and that REDs report on the impact of their intervention strategies	HoCA	18 December 2019
006	Any other business (all)			
006.1	There was none.			
	<p><i>The meeting closed at 11:48.</i></p> <p><i>There then followed a Board strategy session attended also by the CEO and the HoCA.</i></p>			

Date of next meeting:

18 December 2019
 12:30 to 15:30
 ATT Head Office, Sutton Coldfield

Action log

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