

Meeting of the Academy Transformation Trust Board

21 October 2020 12:30 to 15:30

Venue: MSTEAMS

The 7 principles of public life

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

Board members	Initial	Position
Bernard Dickenson	BD	Chair
Pat Beanland	PB	Vice Chair
Tom Clark	TC	Trustee
Richard Elms	RE	Trustee
Michaela Jackson	MJ	Trustee
Phil Milligan	PJM	Trustee
Richard Priestley	RP	Trustee
Dave Trotman	DT	Trustee
Margaret Wilson (from item 004)	MW	Trustee
Attendees	Initials	Position
Debbie Clinton	DC	CEO
Claire Pritchard	CP	Deputy CEO, COO
Claire Pritchard Peter Wilson	CP PW	Deputy CEO, COO CFO
Peter Wilson	PW	CFO
Peter Wilson Sarah Bloomer	PW SBI	CFO Director of Safeguarding (DoS)
Peter Wilson Sarah Bloomer Amy Bills	PW SBI AB	CFO Director of Safeguarding (DoS) RED, Primary West
Peter Wilson Sarah Bloomer Amy Bills Vince Green	PW SBI AB VG	CFO Director of Safeguarding (DoS) RED, Primary West RED, Secondary West

Apologies

Board members	Initial	Position
Alistair Milne	AM	Trustee
Simon Jones	SJ	Trustee
Attendees	Initial	Position
Susan Byles	SB	RED, Secondary East

Minutes

ITEM	Detail
001.1	Confirmation of Chair and Vice Chair for 2020-2021
	Trustees noted that the term of office for both BD and PB was due to end in November 2020 but, at the Members Meeting on 23 September 2020, both were reappointed for a further 4 year term.
	The Chair and Vice Chair for 2020-2021 were confirmed unchanged.

001.2	Confirmation of sub-committee membership for 2020-2021
	The sub-committees' membership for 2020-2021 was confirmed unchanged.
001.3	Confirmation of clerking arrangements
	The HoCA confirmed the appointment of Angela Doherty as Clerk to the Board. The HoCA role and accountability in regard to governance remains unchanged.
002	Routine business
002.1	The Chair welcomed CP to her last meeting of the Board before she leaves the organisation. On behalf of all Trustees he thanked her for her significant contribution to the Trust over the past 6 years in helping it to get to where it is now. She had played a key role in the Trust and had always remained professional and efficient through some very difficult times. The Chair wished her every success in her new role.
002.2	Apologies for absence
	Apologies were received and accepted from AM, SJ and SB. It was noted that MW will join the meeting at 1pm. The meeting was quorate.
002.3	Business interest declarations
	The HoCA confirmed that he had received all declarations of business interests which Trustees must provide annually. These are now recorded on the Governance page of the Trust website.
002.4	Declarations of interest for this meeting
	There were no declarations of interest.
002.5	Minutes of the last meeting
	The minutes of the last meeting were agreed as accurate and accepted.
002.6	Matters arising and actions
	All matters arising were included in the agenda for this meeting. All actions related to activities over the summer and were complete. The HoCA asked Trustees to note that complaints monitoring will be picked up by ARC at its December meeting.
002.7	Resolutions and activity since the last meeting
	The HoCA presented the report previously circulated.
002.8	Resolution
	The Board noted the resolutions passed by written procedure since the last meeting namely:
	 that the Board supports the RSC's plan for the rebrokerage of Mark Hall Academy. that the Board approves the minor amendments to the Scheme of Delegation for 2020-2021.
	The Board noted the outcomes of the strategy session held on 23 September 2020 as detailed in the report.

003	Safegu	arding
003.1	KCSIE 2	1020 — confirmation of statutory requirements
		rdance with statutory requirements the HoCA had emailed all Trustees in respect ages for the KCSIE.
		stees had confirmed by email that they had read and understood at least Part 1 KCSIE, and that they had read and understood at least Annex A of the KCSIE.
	All Trus	stees confirmed at this meeting that they had accessed the online training als.
003.2	Perforn	nance report
	-	port had been previously circulated. The Chair invited Trustees to raise any ons or make any comments.
003.3	Clarific	ation and challenge
	1.	In response to a question from a Trustee as to why the KCSIE quiz results were so low in Star and Hathaway, the DoSG explained that it is a new concept for a number of staff (especially Star) and low scores can also reflect the fact that processes are not used very often. In some cases there is a barrier between knowing what the process is but not understanding why it is needed. The DoSG confirmed that all those with low scores have already been followed up and support provided alongside relevant training materials.
	2.	One Trustee was slightly concerned that the DSL in some academies is also the Headteacher. In response the DoSG explained that separate DSLs have been recruited wherever possible. The only cases where the DSL is also the Headteacher are small primary schools and this is often due to budgetary constraints. This is being looked at on a case by case basis.
	3.	One Trustee asked for more detail about the DoSG's involvement with the NSPCC. The DoSG explained that she began working with them in the area of harmful sexual behaviour and had been due to speak at their national conference which was subsequently cancelled. However she continues to work with them (alongside other partners) on developing material for schools in respect of problematic sexual behaviour. The main tool used, the Brooke Tool, has just been discontinued so NSPCC now have to create their own tool to identify levels of sexual behaviour before the resources can be released to schools. The advantage for ATT is that it will get the resources for free and, in addition, NSPCC have offered places on relevant training courses, also free of charge. The places will be taken up by various DSLs where training needs have been identified.
	4.	Trustees were pleased to see much improved reporting to the Board and acknowledged the proactive approach to development work with staff.
	5.	The Chair asked for a verbal update on Sutton and Ravens in respect of safeguarding and this is given below.
	Sutton	
	6.	Trustees noted that there have been some improvements in compliance but were disappointed with the rate of progress and concerned that safeguarding may remain an area of weakness. Staff are still not fully understanding what they need to do and a change in culture is still needed to move things forward. The

- DoSG is supporting the DSL with fortnightly sessions and is doing research on her behalf into how to change cultural behaviour.
- 7. The DoSG agreed that the outcome of the report was disappointing but the school had undergone significant upheaval in the past few months with the departure of the whole of the senior team followed by the lockdown. Both these factors meant that changing the culture could not be progressed as quickly as it might have been.
- 8. Trustees noted that Ofsted praised how well the children had been safeguarded during lockdown but the areas of concern remain and it is only right that these are highlighted in the report.
- 9. In response to a question from the Chair, the DoSG confirmed that she felt very confident that the new Principal and the new senior team will be able to move things forward quickly and lead the changes in culture needed. The CEO endorsed this view of confidence in the new team, stressing that without strong leadership things will not change and that the issues for Sutton are about leadership, not safeguarding. VG also confirmed that the school is at a point now where there are more people complying than not so issues can be dealt with on an individual basis. He also stressed that the issues arising are more about slackness in applying procedures rather than significant safeguarding issues.

Ravens

10. The DoSG confirmed that all self-assessment work in respect of compliance has been completed. She had been very impressed by the level of detailed evidence provided. Unfortunately, the planned for audit had to be postponed due to Ravens having to close, and key staff being ill with COVID. It has been rescheduled to take place in November.

004 Strategic considerations

004.1 Group aims and KPIs

The CEO and HoCA presented the report previously circulated noting that Trustees had tasked them with revisiting the strategic aims for 2021-2024 to ensure that they clearly and properly reflected the level of ambition for ATT and its position within the system. If the framework is agreed the HoCA will populate the KPIs to provide a route map against which progress can be tracked. This will then be presented to every Board meeting to enable Trustees to closely monitor progress.

The CEO asked Trustees to keep in mind the challenges in maintaining a 3 year plan given the ever changing landscape in education, coupled with the added challenge presented by the pandemic.

004.2 Clarification and challenge

- 1. In response to a question from the Chair, the CEO confirmed that the aims did align with the professional objectives set for the CEO and the senior team.
- 2. One Trustee raised a concern that the KPIs may not be sufficient for the Board to assure itself that the right things are being done. Whilst accepting they are a useful measure he did not feel that matters of quality and finance should be reduced to metrics alone. In response to the above the HoCA's view is that there should be a three pronged approach to performance monitoring –KPIs monitoring, proper and robust reporting to the sub-committees (who then report into the Board although some more work needed to be done in this area),

and the CEO report for the strategic overview. Taking all these together, and as long as they are being reported properly, this should give Trustees the confidence that they have the information they need. 3. The same Trustee felt strongly that quality and finance should be specific items on the Board agenda so that the Board could assure itself that it was doing the right thing, can evidence that it is doing the right thing, and can contribute to the development of these areas. The HoCA agreed to discuss this further. 4. One Trustee guestioned whether it was wise to include a specific number (30+) in the aim of growing the Trust rather than just saying that the aim is to grow. The HoCA and CEO explained that the number simply comes from the definition of a very large trust and, on reflection, it may be better to remove it to allow for a more open and nuanced definition of growth. Other Trustees agreed. 5. The number of KPIs and the fact that many were only reported on annually was raised as a concern by one Trustee. He felt that reporting should be on a more regular basis especially around quality of education. In response the HoCA acknowledged that the KPIs would need to be monitored through evaluative commentary which enabled Trustees to understand progress. In time it is likely that the KPIs will evolve further. The CEO felt strongly that, given the size of the Trust, the number of KPIs was not excessive, especially when taking into account the fact the they are divided between the sub-committees who review them at every meeting (6 times a year) to ensure that progress is monitored. She acknowledged that they may well evolve over time and be reduced but warned against any reduction at this point in time. 004.3 Resolution The Trustees agreed the strategic aims and associated KPIs for 2020-2021 and 2021-2024 with one minor change as below: Strategic AIMs 2021-2024, Aim 3 to read: To grow our Trust in a strategically planned way, based on our solid reputation for financial management, quality assurance, governance and leadership 004.4 A01 HoCA After this Amend strategic aim 3, removing numerical target meeting 005 Performance CEO report 005.1 The CEO presented the report previously circulated highlighting the fact that this was a new style of reporting and she would welcome honest feedback from Trustees to help inform future meaningful reporting to the Board. 005.2 Clarification and challenge 1. One Trustee felt that more detail was needed in the report in respect of quality and finance (as noted in the earlier discussion) although others felt that this was not necessary as the detail was provided to sub-committees who scrutinised those reports – there was a need to be mindful of the Board duplicating the work of the sub-committees.

- 2. One Trustee suggested that it would be helpful to include some forward thinking, rather than be purely retrospective. She also suggested that it might be helpful for the CEO to highlight the things that were of concern to her.
- 3. Overall the Trustees welcomed the new style of reporting, they felt that it gave them a good overview of the key things they needed to know, and that it was pitched at the right level. They felt that it was a good step in the right direction.
- 4. The Chair invited all Trustees to send any other comments directly to the CEO.

005.3 **Action**

A02	Send any comments on the CEO report directly to DC	Trustees	After this
			meeting

005.4 Ofsted monitoring – SCA, RAV, MHA

VG presented the report on Sutton which had been previously circulated. SCA had been looked at in detail at SOC.

SV presented the report on Ravens which had been previously circulated. Ravens had been looked at in detail at SOC.

In the absence of SB, the CEO presented the report on MHA which had been previously circulated. MHA had been looked at in detail at SOC.

005.5 Clarification and challenge

Ravens

1. The Chair asked if the new leadership at Ravens would be able to move the school forward quicky and in the right direction. In response SV said he felt confident that they would. The new Principal is very experienced and comes from a very high performing academy. She is fully aware of the issues which need to be addressed. One of the two new Deputy Principals was the previous Principal but he is now able to focus on his areas of strength. The senior leadership team are now more directed and focused thanks to the new strong leadership at the top. In addition the LAC has a new and experienced Chair although the Committee itself does need to grow.

МНА

- 2. Trustees asked if there was any possibility of an Ofsted monitoring visit before it changes hand so that we can show the good work which has been done and the improvements which have been made.
- 3. In response to the above the CEO explained that, unfortunately, Ofsted have suspended all inspections, including paid inspections, until January 2021. MHA is due a Covid monitoring visit before Christmas but this would only result in a letter rather than a full report.

005.6 Covid-19 impact

The CEO presented the report previously circulated noting that the annual people survey provided evidence of what was felt anecdotally, namely that staff felt well led and looked after properly during lockdown. The report highlights the feedback from the Principals and Executive Principals in ATT via the CEOs keep in touch meetings. The CEO drew Trustees' attention to the concerns raised at the start around ELT communication and the fact that these concerns were very quickly addressed. She also praised the work done by the Estates Team working in collaboration with Principals on producing risk

assessments which had drawn praise from the Health and Safety Executive; the work done by the DoSG in producing clear and precise safeguarding bulletins; and the leadership shown by the REDs to ensure that the curriculum was delivered, whether this was face to face or virtual, or a combination of both. 005.7 Clarification and challenge 1. The Chair felt that the report was very useful in giving Trustees an idea of what staff on the ground were feeling. 2. In response to a question from a Trustee in respect of the introduction of live lessons via MS Teams, the CEO confirmed that these did not start straight away due to the need to ensure that the appropriate safety measures were in place and that parents were briefed on the role they had to play. Once these concerns were addressed, live lessons were introduced. VG also confirmed that there is no way to stop students recording live lessons at home but the lessons are recorded by the school in any case. 3. The Chair asked if there was a danger of live lessons being used in a different context. In response VG confirmed that they could be but this has not happened. Furthermore parents and guardians are asked to sign an agreement regarding the use of material. The CEO confirmed that, across the whole country, students have responded in an extremely responsible way and should be praised for the way they have behaved in the crisis. 4. On a point of information, the HoCA confirmed that the COVID-19 subcommittee will continue to exist and will retain its delegated powers, but it will only meet as necessary. The HoCA will send weekly reports, specifically on attendance and ongoing cases, to the sub-committee. 006 Audit and risk committee 006.1 Internal audit plan 2020-2021 In the absence of the Chair of Audit (SJ), the HoCA informed Trustees that ARC had not met yet and the Chair had not yet had the opportunity to discuss the proposed plan with other members of the sub-committee. SJ had meet with AG, PW and CP to consider what the internal audit might look like to ensure that it covers as wide a range of activity across the Trust as possible. It is likely that there will be at least 4 distinct audits focussing on the key risk areas identified by Trustees. The programme will be confirmed at the ARC meeting on 2 December. 006.2 Clarification and challenge 1. One Trustee asked if Trustees would receive a copy of any internal audit recommendations, especially amber or red recommendations. In response the HoCA confirmed that ARC would carry out the detailed scrutiny but the Board would see the outcomes of the audits. 007 Finance and resources committee 007.1 Report from the most recent meeting (including minutes) The Chair of FRC (RP) presented the minutes previously circulated and summarised the key points for the benefit of Trustees. He drew attention to the following key points: The projected outturn of a surplus of £2.6m comes with a health warning due to costs which are not yet known, namely costs relating to a historical grievance in

respect of cleaning contracts and additional costs due to the pandemic.

The impact of the loss of Mark Hall will depend on the timing of transfer (currently assumed to be 1 January) and income from lettings will be significantly lower than previous years so these too will impact on the current surplus. There is a need to balance what ATT needs to spend to ensure students get everything they need against what it needs to hold back to cover unknown costs, to ensure that ATT does not end up in a deficit position. The FRC is the forum to debate how any surplus is spent/held back. The new finance system will enable more meaningful finance reports and the new KPIs will ensure robust monitoring by FRC. 007.2 Clarification and challenge 1. The Chair asked if the new finance system was now embedded in the Trust. In response RP confirmed that it was. The format of the KPIs had also been agreed and they will be presented to the December FRC. RP is also going to meet with PW before then. The aim is to have a robust set of finance KPIs for the Board in December. 800 Standards and outcomes committee 008.1 Report from the most recent meeting (including minutes) The Chair of SOC presented the minutes previously circulated and summarised the key points for the benefit of Trustees. She drew attention to the following key points: The decision on Post 16 provision is not something which can be done at Committee Level. SOC have asked for it to be on the Board agenda in December. SOC had received reassurance from the REDs that assessed grades were an accurate reflection of student progress and that the academy categorisations were accurate. The attendance figures presented were reviewed after the meeting to ensure that they captured students having to work at home. In terms of COVID catch up it was noted that primary learning had stalled but not regressed; for secondary the focus is getting back into a normal routine of learning. Full timetables will be delivered thanks to the blended learning approach. • It is important to note that the targets set for schools are not predictions of performance but are targets to aspire to. SOC look in detail at the Ofsted monitoring reports and scrutinise progress. The reports are also on the Board portal should any other Trustees wish to see them. 009 Pay and people performance committee 009.1 Verbal report from most recent meeting The Chair of PAPP gave the following verbal update of the key matters from the meeting this morning as below: The Staff Disciplinary Policy and the Recruitment and Selection Policy were approved.

at in terms of how well they were being implemented. The Committee considered the proposed HR metrics.

The Performance Development Strategy and the Wellbeing Strategy were looked

The outcomes of the staff survey were presented. Overall there was good improvement since last year although more work still needed to be done on

- changing the culture and work/life balance. PAPP asked for an action plan with timescales to monitor progress on those areas identified as needing to improve.
- A new approach to staff surveys is being introduced to include pulse surveys throughout the year alongside the annual staff survey.
- The Reward and Recognition Strategy is being developed as is the change in the approach to pay.
- The HR team are working with other institutions as part of the York Group which will enable shared learning on a national scale.
- PAPP reviewed its own performance and felt that it was functioning as it should and so would continue in its current format.

Corporate matters

010.1 Members' meeting 23 September - minutes

The HoCA presented the minutes previously circulated, drawing Trustees' attention to the new Academies Financial Handbook which states that the role of members should be enhanced so that they have a meaningful role to play but without duplicating the work of the Board. He asked Trustees to note that there are two new members – one a serving Head Teacher and one the Deputy Lieutenant of the West Midlands.

010.2 *Governance*

010

The HoCA presented the report previously circulated drawing Trustees' attention to the proposed priorities for governance and associated timescales, drawn up following the strategy session on 23 September and the board reflections over the summer. The key themes are the relationship between the board and its sub-committees, with the aim of chrystalising and clarifying the operation of board level governance; and developing the role of the LACs to increase subsidiarity in respect of their scrutiny and monitoring role.

010.3 | Clarification and challenge

- 1. Trustees agreed that the paper reflected their previous discussions and was moving things in the right direction.
- 2. One Trustee raised the point that one of the statutory roles of a Finance Director is to be the independent reporter of finance in any organisation so consideration should be given to how often the Board meets with them directly. The same could be said for reports on quality (although this is not statutory). The HoCA agreed to reflect on how this might work.
- 3. The HoCA noted the suggestion from a Trustee that a formal mechanism for LACs to report into FRC was needed, in addition to the proposed reporting into SOC.
- 4. One Trustee stressed the importance of recognising the role LACs play without comprising the executive structures of the organisation. He also suggested more clarity would be helpful about the difference between governance (which is the remit of the Board) and local assurance which comes from the LACs but which does not mean that local organisations are governing on behalf of the Board. In response the HoCA clarified that the direction of travel suggested was one of LACs undertaking a scrutiny/monitoring role but not a decision making role thus encapsulating the difference between governance and assurance.
- 5. Trustees raised concerns about the requirement for the Board to approve the appointment of the Chairs and Vice Chairs without knowing them. One Trustee suggested a short biography for each would be helpful and others asked for a better process for their appointment to be put in place to ensure that those

	appointed shared the values of the Trust. In response the HoCA agreed that there was a need to engage Trustees in any LAC Chair appointments. From a very low starting point, a new process for recruitment was now in place with the same checks that are carried out for staff recruitment (including taking up references) but this needed to be developed further to ensure that Trustees are able to be a part of the recruitment of LAC Chairs.			
	6. In response to a question from a Trustee about the quality assurance of the performance of the LACs, especially in those cases where the Chairs/Vice Chairs were seeking reappointment, the HoCA confirmed that regular Chairs' briefings were now taking place which enabled closer monitoring of performance. In addition the plan presented includes providing a report on LAC performance to the Board in the spring term. The appointment of two Regional Governance Managers also allows for closer scrutiny of performance.			
	7.	One Trustee questioned the need for a Senior Independe would add another layer of reporting and the person con have a significant understanding of all aspects of the Trus on this and it may be put on hold for now.	cerned wo	uld need to
	8.	One Trustee suggested that perhaps a group of Trustees on behalf of the board to meet with potential LAC Chairs.	•	ho would act
010.4	Resolut	tion		
		ard agreed the governance priority actions for 2020-2021 ments as outlined in the discussion above.	., subject to	the
010.5	Action			
	A03	Work up the Governance action plan taking account of the comments/issues raised by Trustees	HoCA	After this meeting
011	Specific	additional matters		
011.1	CEO performance management process 2020-2021			
	The Cha	air gave a verbal update asking Trustees to note the follow	ing key poi	nts:
	•	Bethan Owen is providing independent scrutiny and supp	ort for the	process,
	•	reporting to BD and PB, and this is working well. The CEO's objectives were set last September but have be	een amend	ed to take
		account of the changing landscape of the pandemic.		1
	•	Over the last 18 months the CEO has put in place new str appointed new people and moved the organisation forward.		•
		now focus on the strategic direction of the organisation a	_	
	 The CEO has 3/4 clear strategic objectives under which are operational objectives which are cascaded down to senior staff and their teams. 			
	The CEO asked Trustees to note that the CEO's objectives for 20/21 will be published in the weekly update w/c 2 November. It will reflect the change in objectives moving to a more strategic focus on what the priorities need to be.			
011.2	Mark H	all Academy		
	The report had been previously circulated by the HoCA together with a briefing paper sent to the Board as an additional paper seeking approval of the final transfer process. The Chair invited Trustees to raise any questions or make any comments.			

0.11.3	Clarific	ation and challenge	Clarification and challenge			
	1. In respect of the projected deficit Trustees asked if the DfE would offer any assistance to ATT to mitigate the financial impact of the transfer. Trustees noted the cumulative deficit for MHA is £2m over two years, with £0.5m being the hole left in the central budget by their transfer. In response the CEO explained that, technically, ATT are responsible for the deficit and have to deal with it, however, Sue Baldwin, the RSC, had promised that she would work hard to avoid any negative financial impact for ATT.					
	 Trustees felt strongly that the CEO should contact the RSC to remind her of her promise. Whilst accepting the RSC cannot dictate what ESFA does, she may well be able to use her influence to help ATT. 					
	 Trustees noted that the ESFA does have options as it what it will do around the deficit, and precedents have been set in the past with debts being written off. For ATT the most important factor is the moral duty to the community of MHA for as long as they are part of ATT. 			ritten off.		
	4. Trustees also agreed that the CEO should speak to ESFA about any potential write off of the debt stressing the impact the loss of this amount of money would have on students.					
	5. In relation to the signing off of the transfer, Trustees agreed that FRC would be best placed to look at the detail but could involve other Trustees to help as needed. Trustees agreed that the final sign off should be agreed by the full Board, although this could be done outside of a full Board meeting.					
011.4	Action					
	A04	CEO to speak directly to the RSC and ESFA as outlined above.	CEO	After this meeting		
011.5	Resolu	tion				
	That FF	RC be responsible for scrutinising the detail of the MHA to	ransfer.			
	That th	e Board have final approval of the transfer.				
012	Matters for Approval					
012.1	LAC Ch	airs and Vice Chairs				
	The report had been previously circulated by the HoCA.					
012.2	Clarification and challenge					
	 The Chair noted that this had formed part of earlier discussions under item 10.2 and was presented with the caveat that Trustees recognise that things have not moved forward as quickly as had been hoped, due mainly to the pandemic situation. Trustees recognised that a more rigorous recruitment process had been put in place by the HoCA but that this would be developed further to include Trustee involvement. 					
	Trustees thanked the HoCA for the significant strides made in governance over the past year. Trustees felt reassured by the progress made and the direction of travel.					

012.3	Resolution
	The Board approved the Chairs and Vice Chairs of LACs 2020/2021.
013	Any other business
013.1	There was none
	The meeting ended at 15.35pm

Date of next business meeting:

16 December 2020 10:00 to 16:00 ATT Head Office, Sutton Coldfield

Action log

A01	Amend strategic aim 3, removing numerical target	HoCA	After this meeting
A02	Send any comments on the CEO report directly to DC	Trustees	After this meeting
A03	Work up the Governance action plan taking account of the comments raised by Trustees	HoCA	After this meeting
A04	CEO to speak directly to the RSC and ESFA as outlined above.	CEO	After this meeting