



Meeting of the Academy Transformation Trust Board

16 December 2020

10.00 to 11:00

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
Simon Jones	SJ	Trustee
Phil Milligan	PJM	Trustee
Dave Trotman	DT	Trustee
Attendees	Initials	Position
Debbie Clinton	DC	CEO
Peter Wilson	PW	CFOO
Sarah Bloomer	SBI	Director of Safeguarding (DoS)
Amy Bills	AB	RED, Primary West
Susan Byles	SB	RED, Secondary East
Vince Green	VG	RED, Secondary West
Steven Vincent	SV	RED, Primary East
Andy Gannon	AG	DoCA
Angela Doherty	AD	Clerk

Apologies

Board members	Initial	Position
Alistair Milne	AM	Trustee
Richard Priestley	RP	Trustee
Margaret Wilson	MW	Trustee

Minutes

ITEM	Detail
001	Routine business
	<i>An urgent discussion was needed on the Mark Hall Academy Transfer further to an email circulated to Trustees by the DoCA last night. The Chair proposed that item 003.1 be dealt with first and this was agreed.</i>
001.1	<i>Apologies for absence</i> Apologies were received and accepted from AM, RP and MW. The meeting was quorate.

001.2	<i>Declarations of interest</i>			
	There were no declarations of interest.			
001.3	<i>Minutes of the last meeting</i>			
	The minutes of the last meeting were agreed as accurate and accepted.			
001.4	<i>Matters arising and actions</i>			
	All actions had been completed or would be dealt with during the meeting.			
	The Chair of SOC reminded Trustees that a Board level discussion on 6 th Form Provision needed to take place. The DoCA confirmed that this would be an item on the agenda for the next Board meeting in February. He further confirmed that previous discussions had been noted in the minutes of SOC meetings so the matter has been logged in terms of any potential Ofsted visits.			
001.5	<i>Action</i>			
	A01	Ensure 6 th Form Provision is added to the Board agenda for February 2021	AD	Board 3/2/2021
002	Performance			
002.1	<i>Annual Report and self-evaluation/Annual Delivery Plan</i>			
	The CEO presented the reports previously circulated.			
002.2	Clarification and challenge			
	In respect of the Annual Report			
	<ol style="list-style-type: none"> 1. For the benefit of Trustees, the CEO explained that the DoCA had looked at examples of Annual Reports from other organisations, including those outside the sector, to inform the format of the first iteration of the ATT Annual Report. This was a first attempt at producing meaningful and relevant information to be shared with all stakeholders, which is especially important as COVID restrictions mean that 'in person' stakeholder meetings are not possible at the moment. 2. Trustees were pleased to see the report which is a great improvement on information provided in the past. They felt that the report was well laid out and easy to read but would benefit from more visuals. The CEO confirmed that future reports would be more visually impactful. 3. One Trustee suggested that a short (4-6 page) summary of key information/key messages would be helpful to give to parents and other key stakeholders. The CEO confirmed that it was intended to produce a key facts style document in 2021. 			
	In respect of the Self Evaluation Framework (SEF) report			
	<ol style="list-style-type: none"> 4. For the benefit of Trustees the CEO explained that, whilst Trusts are not required to have a SEF report, it is considered best practice to produce one. The document presented is a total restructure of the existing SEF and it is now rooted in the vision and values of the organisation and how these are delivered. The DoCA has led on this work and all ELT have contributed to it. It will be refined further next year. If there was a review by Ofsted this would be a very powerful document to give them as a starting point for conversations with the HMI. 			

	<p>5. Trustees felt that it was a helpful and useful document.</p> <p>6. One Trustee wondered what would be different if it was a Board level review rather than an ELT one.</p> <p>7. One Trustee asked for clarification on how the report is communicated to the academies, what their view would be, and to what degree it could be independently verified. In response the CEO explained that it was designed to be a robust and truthful document. It is informed by quantitative data (such as staff surveys, parent/pupil surveys) gathered from the academies as well as qualitative data. She further explained that it was not possible to have it independently verified in terms of regulatory activity but ATT is currently in discussion with others in the sector around possible peer reviews (eg York Group, Ambition Institute).</p> <p>8. The Chair endorsed the idea of peer reviewing but stressed that this needed to be by organisations who would be able to challenge ATT. The CEO agreed that any peer review would need to be done by a very high performing trust.</p> <p>9. Trustees agreed that there was no substitute for spending time in the academies so that they could see things first-hand. The CEO agreed and this was one of the proposals in the report by PM and the DoCA at item 005 on this agenda.</p>
002.3	<p>Resolution</p> <p>The Board approved the Annual Report.</p>
002.4	<p><i>Annual Accounts</i></p> <p>The Accounts had been previously circulated. The Chair confirmed that the accounts had gone through FRC. The CFOO asked Trustees to note that the accounts are subject to Bishop Fleming finalising the audit of the holiday pay provision. He drew Trustees' attention to the holiday pay provision of £1.6million.</p>
002.5	<p>Clarification and challenge</p> <p>1. In response to a question from the Chair, the CFOO confirmed that the holiday pay provision was made on the basis of a worst case scenario. The final amount will be dependent on the outcome of discussions with the unions.</p>
002.6	<p>Resolution</p> <p>The Board approved the annual accounts for 2019/2020.</p>
002.7	<p><i>Performance of inadequate academies</i></p> <p>The REDs presented the reports previously circulated. Trustees noted that the detail is looked by SOC at each of their meetings.</p>
002.8	<p>Clarification and challenge</p> <p>In respect of Ravens Academy (RAV)</p> <p>1. Trustees noted that Ofsted are planning on conducting monitoring visits in the spring to all inadequate, and some RI, schools so it is expected that Ravens will have an inspection at that time.</p> <p>2. The RED confirmed to Trustees that improvements had been made in nearly all areas apart from SEND which is lagging behind due to the new SENDCO only</p>

having been appointed recently. The recent Ofsted COVID-19 support visit had been very positive.

3. Trustees noted that attendance is an issue. This was not an AFI in the inspection but was at a low point and has now fallen lower. It is below the national average and other academies in the Trust. Attendance had been affected by having to close one bubble which had a knock on effect on other year groups which did not have to close but where parents chose to keep their children at home. Work is ongoing to address this.
4. The Chair asked what was being done to ensure that Ravens was inspection ready and how any improvements which have been made can be sustained. In response the RED confirmed that he is meeting with the senior leaders on a regular basis as is the retired HMI, and focused learning walks are being undertaken. The focus is on teaching and learning, new approaches to reading, and the strength of the leadership in the school. Ongoing and rigorous monitoring is being carried out and work is being done on ensuring that progress can be evidenced, which has not always been the case in the past. The leadership team now have a clear understanding of their roles and what they should be doing and when in terms of monitoring and review. The monitoring visit by Ofsted should mirror what is already happening in the school.
5. The CEO reminded Trustees that Ofsted Section 8 monitoring inspections are quite narrow. They will only look at the AFIs and the progress made against each of them. They will need to see evidence of effective action having been taken to address them although they would not expect progress to be happening at the same speed in all areas.

In respect of Sutton Community Academy (SCA)

6. Trustees noted that a lot of work had been done on safeguarding with SCA being the first academy to undergo the full safeguarding audit.
7. Trustees noted that the leadership team had been strengthened with new appointments either in place, or about to take up post in January 2021. The new team have been shadowing SLT meetings and a training day has been arranged for 4 January to enable the new team to establish expectations. Work has also been done with middle leaders.
8. The RED confirmed that the appointment of a new Education Welfare Officer was having a positive impact on attendance, which is above the current national average. Focused learning walks and the monitoring and reviewing of student work is taking place.
9. In response to a question from the Chair about what statement an inspector would make on progress if SCA were inspected in February, the CEO confirmed that the report can only state that the school is taking effective action towards addressing inadequacies, or it is not. They do sometimes describe progress as being satisfactory or good and the judgement will be based on whether or not leaders have made progress since the last inspection. She felt that the installation of a new leadership team will be strong evidence of progress.
10. On a point of clarification, the CEO confirmed that schools have 30 months to come out of category so the HMI will look at whether or not the school is at the point they would expect them to be on their journey out of category.

	<p>11. Trustees noted that it is not clear how much the HMI will be able to take into account the unique circumstances of the pandemic.</p> <p>In respect of Mark Hall</p> <p>12. Trustees noted the positive verbal feedback from the Section 8 virtual visit on 2 December on both improvements being made generally and specifically in the COVID context.</p> <p>13. Trustees also noted that a safeguarding audit carried out by Essex County Council also showed improvement.</p> <p>14. The RED confirmed that the main priorities are supporting improvements in the academy and supporting the students and the new senior team, alongside getting ready for the transfer.</p> <p>General</p> <p>15. The Chair was pleased to note that things appeared to be moving in the right direction. He felt that, whilst the detailed scrutiny took place at SOC, it was helpful for all Trustees to understand how schools in category are coping and what progress is being made.</p>
002.9	<p><i>Safeguarding</i></p> <p>The report had been previously circulated. Trustees noted that this was the same report which had gone to the last meeting of ARC but was being shared with the full Board for their information. The DoS drew Trustees’ attention to the fact that a lot of intense audits had now been completed which had helped identify areas of weakness and enabled support to be put in place. One area of weakness which has emerged is that of record keeping and this will be addressed as a priority next term.</p>
002.10	<p>Clarification and challenge</p> <ol style="list-style-type: none"> 1. The Safeguarding Trustee wished to record his thanks to the DoS and her team for the progress which had been made in safeguarding. He was confident that ATT now have the correct processes in place. 2. The Chair of ARC endorsed this view and also thanked the ARC committee members for bringing the right level of challenge to the DoS. He was pleased to see the much improved metrics which enabled Trustees to have a clearer understanding of any issues. 3. One Trustee was concerned that SCA was still showing in the red category. Given the progress which has been made she questioned when it would move into amber. In response the DoS explained that she will only change the category once she has seen evidence of progress with her own eyes. She is hopeful that it will be able to move into amber in January, assuming the evidence supports this. 4. In response to a question from a Trustee the DoS explained that all scoring currently has the same weighting. The plan is to focus on major compliance issues first where targeted intervention is vital – this will require significant resources. She hoped to be able to show progress against these major compliance issues in a year.

003	Specific Matters
003.1	<p><i>Mark Hall Academy Transfer</i></p> <p>A report on the Mark Hall Academy Transfer had been previously circulated to the Board along with an email sent by the DoCA (in liaison with the CEO and Chair) highlighting a third party consent issue which only came to light last week, namely the need for Sport England to give their consent to lift the restriction on the covenant they hold on the land for the sports facilities. Consent has already been received from the Football Foundation.</p> <p>The key points to note are:</p> <ul style="list-style-type: none"> • All other matters in relation to the transfer are complete. • The DfE have indicated that, as long as consent is received by email by noon today, the transfer can proceed albeit with the formal legalities being done after 1 January. A ‘tenancy at will’ agreement would need to be put in place as an interim measure which ATT legal advisers have confirmed is not uncommon in such situations and represents a very low risk. • If consent is not received by the noon deadline the transfer cannot happen until 1 February and an interim legal arrangement would need to be put in place to cover from 1 January up to transfer date. • In the case above ATT would continue to be responsible for all aspects of the operation of MHA but would allow BMAT access to begin their academy improvement work. • However, BMAT have indicated that they wish ATT to enter into a ‘management agreement’ with them whereby they take over all aspects of running the academy from 1 January. This option is supported by DfE however ATT’s legal advice is that this is not tenable, partly because there is not enough time to put such an agreement in place, but also because it represents a very high risk for ATT – it would have all the liability but no control. • The DoCA, CEO and CFOO are due to meet with DfE and BMAT at noon today and are therefore are seeking the Board’s approval on the position to take.
003.2	<p>Clarification and challenge</p> <ol style="list-style-type: none"> 1. Trustees supported the view of the DoCA, CEO and Chair that entering into a management agreement was not acceptable. 2. In response to questions from Trustees about the impact financially of a delay until 1 February, the CFOO confirmed that the finances would need to be looked at again. It is likely that some renegotiation would be needed especially in respect of capital spend. If this was the case one Trustee felt it was vital to see the detail of how the calculation was done to ensure that ATT does not lose out. 3. One Trustee asked if ATT could do anything to speed up the process of getting consent. In response the DoCA confirmed that both ATT, BMAT and their respective solicitors had put pressure on Sports England to respond quickly. The Chair raised his concern that Sports England do not tend to react quickly. 4. Trustees also noted the DoCA’s concern that, even if the email is received in time, a tenancy agreement will still need to be drawn up and time is very tight. 5. The RED Secondary East raised a concern about the provision of services at MHA from a practical point of view e.g. the catering company have already removed all their equipment. The CFOO believed that the current providers would agree to continue post 1 January if required.

	<ol style="list-style-type: none"> 6. Trustees supported the CEO in her frustration that the matter of the Sports England consent was not picked up earlier by both sets of solicitors, especially as this is a standard part of every re-brokerage. 7. Trustees sought reassurance that all other issues in respect of contracts had now been sorted out and that this was the only outstanding issue. The DoCA confirmed that he was confident that ATT now had the full list of contracts. He also confirmed that the normal approach to including contracts by default had been included in the CTA. 8. One Trustee asked what BMAT’s position would be if consent was not received and they did not move from their position of wanting a management agreement. The DoCA was not aware that they were looking at any other options so it is not clear what would happen. 9. Trustees questioned why, if the 1 January deadline were missed, the transfer could not happen on another date in January rather than wait until 1 February. The DoCA explained that the DfE expects transfers to happen on the 1st of each month. ATT could propose a different date in January. 10. Trustees were concerned that a delay until 1 February may lead to BMAT seeking to re-negotiate the agreement in its entirety rather than on just those financial aspects which will necessarily need to be reviewed. The Board agreed that this was unacceptable. 11. The Chair raised his concern about the amount of time the DoCA and CFOO and other staff have had to spend on this which has added significantly to their workload. It was vital that the transfer reaches a conclusion as quickly as possible. 12. The CEO agreed that the amount of extra work this had created was unacceptable and she will make clear to the DfE today that after Friday 18 December no more work will be done on this until 4 January.
003.3	<p>Resolution:</p> <ul style="list-style-type: none"> • If consent is received from Sports England by the noon deadline, the Board approved the transfer of MAH to BMAT with a ‘Tenancy at Will’ agreement. • If consent is not received from Sports England by the noon deadline, the Board did not approve entering into a management agreement with BMAT. • If the transfer is delayed to 1 February (or any date after 1 January), the Board did not approve the re-negotiation of any parts of the agreement other than specific financial aspects, such as capital spend, which will need to be adjusted due to a later start date.
003.4	<p><i>Post meeting note:</i></p> <p><i>The DoCA confirmed that consent from Sport England had been received just before noon on 16 December 2020, and, in a meeting with the DfE attended by both CEOs, both Trusts confirmed they were happy to proceed with a 1 January transfer. As agreed by the Board this will involve a ‘Tenancy at Will’ agreement with BMAT.</i></p> <p><i>The final documents to enable this to happen were signed on 17 December 2020 and further legal work to formalise matters will take place in the new year. Pupils, parents and staff were notified on 17 December 2020.</i></p>
003.5	ATT Institute

	The Board received the paper previously circulated. This will be revisited at the Strategy session following this meeting.		
004	Corporate Matters		
004.1	<i>Annual General Meeting</i> Trustees received the paper from the DoCA previously circulated.		
004.2	Resolution The Board approved: <ul style="list-style-type: none"> • the calling of an AGM on 27 January 2021 from 10.30 to 12.30 via MS Teams • the notice for the AGM • the agenda for the AGM • that LAC chairs be invited to attend 		
004.3	Action		
	A02	Send out formal notice of AGM	No later than 13 Jan 2021
005	Matters for Approval		
005.1	<i>Draft standard Board agenda and focus of Board development</i> The Board received the paper previously circulated. This will be revisited at the Strategy session following this meeting.		
006	Any other business		
006.1	There was none		
	<i>The meeting ended at 11.34</i>		

Date of next business meeting:

3 February 2021
12:30 to 15:30
MSTEAMS

Action log

A01	Ensure 6 th Form Provision is added to the Board agenda for February	AD	For 3/2/2021
A02	Send out formal notice of AGM	AD	No later than 13 Jan 2021