

MEETING OF THE TRUST BOARD

Monday 10 July 2023

6:00pm – 8:20pm

held at Chestnut Grove Academy

MINUTES

Attendance:		
Trustees:	Sian Mathias	Chair of Trustees
	Kate Burns	Trustee
	Jill Newey (remote attendance)	Co-Vice Chair
	Ella Norden	Trustee
	Sarah Marshall	Co-Vice Chair
	Arjun Popat	Trustee
	Emma Simmons (present until 8:05pm)	Trustee
	Vacancy	Since Dec 2022
	Vacancy	Since Feb 2022
	Vacancy	Since Mar 2023
	Vacancy	Since Mar 2023
Executives:	Christian Kingsley	Co-CEO and Accounting Officer
(present until item 6.iii)	Mark Siswick	Co-CEO
	Esther Johnson	CFOO
Also in attendance:	Andrea Arbiter	Head of Governance

Bold = Apologies/Absent

Apologies: Arjun Popat

Papers issued for review:

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| <ul style="list-style-type: none"> • Minutes of previous meeting and status of actions • Notes from the Trustees' Strategy Session • CEOs' Report to the Trust Board (SU23) with supporting documents • (Updated) Trust Three Year Strategic Plan • (For reference) CST: <i>Building strong Trusts</i>. • 2023/24 Budget summary for Trust Board • Trustees' briefing: Little Wandle Letters & Sounds Revised (Jul23) | <ul style="list-style-type: none"> • Annual self-evaluation of governance • Governance evaluation of head teachers' wellbeing Committee summary reports SU2 2023 (including LACs) • Trust Board Development Plan – Jul RAG • Trustee link reports – SU23 • Complaints Procedure – tracked changes. • Pay Policy with briefing note. • ESFA Accounting Officer letter 06/07/23 • 2023/24 Governance calendar of meetings |
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1. BUSINESS		ACTION
i.	Welcome and apologies. Trustees and executives were welcomed to the meeting. In advance of the meeting, and at the discretion of the Chair, it was agreed that trustee, Jill Newey, would join the meeting via video link. Apologies were received in advance of the meeting and were accepted as outlined above. The Chair committed to conduct one-to-one meetings with each trustee colleague during the summer holiday period.	
ii.	Declaration of interests When asked by the Chair, trustees confirmed there were no declarations of pecuniary nor non-pecuniary interests raised in relation to the meeting. The Head of Governance confirmed that Sarah Marshall's declaration as a trustee of Balham Community Centre was included on the Trust's Register of Interests.	
iii.	Minutes of the previous meeting and status of actions The minutes of the previous meeting held 30 March 2023 were agreed as an accurate reflection of the meeting and were authorised for signature by the Chair. Antonia Miles, acting governance professional at the previous meeting, was thanked for her support in drafting the minutes. The notes from the Trustees' Strategy Session held 21 April 2023 were circulated for information.	

	The Chair talked through the status of actions from the previous meeting and noted these were mostly completed or would be covered through the agenda. The Chair asked for a status update on those actions which were not yet completed. At the previous meeting, the Chair had committed to write to each local chair and respond to the issues raised in their summary reports. At the meeting, the Chair said she would <u>(ACTION:) write to the Local Academy Committees with an individualised response to the issues and specific questions raised by them during the past academic year.</u> When asked about promoting the Trust to key stakeholders, the co-CEOs agreed the Trust newsletter for staff could be adapted for parents in September.	SMat
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2. STRATEGIC QUESTIONS		
i.	Co-CEOs' report to the Trust Board Papers issued to support and triangulate strategic discussion were the: • Co-CEOs' Report to the Trust Board • Trust Risk Register • LWLSR Briefing for Trustees To focus discussion, trustees posed strategic questions in advance of the meeting. Q: What progress has been made in the period since the last meeting? Q: Where are the successes? Where are the risks and how are these being addressed? On behalf of the Trust Board, the Chair welcomed the co-CEOs' report and remarked it was comprehensive and continued to evolve to present a clear picture of the Trust's strategic development. It was noted that each Shared Service Lead had contributed to the report in terms of their own area of expertise. The co-CEOs advised that the CFOO contributed to the financial element of the report and drew trustees' attention to the anticipated year-end reserves position. The Chair of Finance & Resources Committee explained that Chestnut Grove Academy would end the year with a surplus generated by in-year savings and increased income; reserves at Chesterton Primary School were reduced through capital spend targeted to improve the condition of the estate and the learning environment. Trustees noted that the overall reserves position was improved. The co-CEOs advised that the CPS Head Teacher, with the support of her Local Academy Committee, would appeal against the trustees' decision to reject a reserves request made to fund a member of staff in 2023/24. All members of the Trust Board were comfortable that operating costs should be allocated as part of a	

	balanced budget and not be funded through reserves. Trustees agreed there was scope to define clearer policy and procedure to mitigate precedents and safeguard the wider relationships between the Trust and its schools. Trustees were signposted to the Trust's LinkedIn page created to help promote the Trust as an employer of choice and aid recruitment and retention. The co-CEOs were asked to <u>(ACTION:) arrange for trustees to be included in the weekly internal vacancies' bulletins for information.</u> A trustee was interested to learn more about the context for teacher recruitment. Q: How are our schools positioned in terms of recruitment this year? <i>R: (MS/CK) each of our schools will be fully staffed for the new academic year, we believe we are better placed than other schools and Trusts in this regard. However, recruitment is more challenging than ever; our networks and links through the Teaching School Hub are key to our recruitment success. There is a sense that people are leaving the profession, but staffing continues to stabilise across the Trust. As we transition to the new MIS, we will collect data to measure our recruitment and retention metrics against KPIs.</i> Trustees talked about governance recruitment and the desire to diversify board membership. Trustees were reminded about the partnership with Nurole as specialists in the recruitment of NEDs in the charity and education sectors. The Chair advised there were interviews planned during the week of 17 July and she was hopeful at least two applicants would convert to new trustees early in the autumn term. Trustees were pleased to receive a report on IT and data protection which gave assurances of cybersecurity safeguards currently in place across the Trust. Trustees were updated on progress made with regards the recruitment of a Head of IT. The Executive advised the job description was in development and confirmed they would seek to appoint an individual to work with them on the strategy and then lead the delivery. Trustees stressed it was important to develop an IT strategy which was scalable and prepared for growth. In their report to the Trust Board, the co-CEOs gave an assurance that growth remained a priority and they updated trustees on the talks underway with a number of schools both locally and regionally, particularly those discussions which were most advanced. Trustees further explored the advanced discussions and sought assurance around the motivation from interested schools. The co-CEOs believed that conversations to date suggested a secure proposition and that the interested schools would add value to the Trust. Trustees were comfortable that risks and benefits would be evident through the due diligence process. Trustees reflected on the significant success and progress made by the Trust over the past academic year in terms of school improvement and were pleased to hear about the appointment of a part-term school improvement lead who support school improvement strategy primarily at Ravenstone Primary School in the coming year.	Co-CEOs
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	Trustees referred to the briefing note provided as a supporting paper regarding the future of Little Wandle Letters & Sounds Revised. Trustees talked at length and sought to tease out and navigate the complexities presented. Discussion summarised there was an urgent requirement to formalise arrangements between the Trust and Little Sutton, and then to instigate a significant culture change to recognise that LWLSR sat within the remit of the Trust, with paid contribution to central costs equitable to that of the schools. A trustee called for a culture of openness and collaboration in all areas of LWLSR which was a trading service and an asset of the Trust. Trustees agreed there should be concerted efforts to appoint a director to be fully accountable to the Trust Board for the leadership of LWLSR against robust performance criteria. Trustees supported the financial plan and staffing structure and urged the Executive to move forwards; risks were clear, but it was of paramount importance to protect and promote LWLSR as a national project. Trustees were told that job descriptions for key roles in the proposed management structure were in development and they asked the co-CEO to <u>(ACTION:) share the LWLSR management role job descriptions with trustees prior to recruitment and approval to appoint.</u> The CFOO flagged that the LWLSR budget accounted for management roles to be filled from 1 September 2023 and there was currently no physical office capacity available for these individuals. Trustees supported the Head of Estates in finding a workable solution on a temporary basis from September 2023, however, the expense of a serviced office was challenged. A trustee commented a short-term solution was affordable and it was of greater importance to recruit and thus support the effective development of LWLSR. Trustees were frustrated with regards to the significant resource taken by the development of LWLSR to date and believed it was a distraction from the Trust's core business and charitable objectives. Trustees called for an expedited solution to LWLSR to regain momentum for growth and school improvement. ii. Three-year Strategic Plan In advance of the meeting, trustees asked the questions: Q: What adjustments have been made to the three-year strategic plan? Q: Are we comfortable that the strategic drivers will continue to deliver the Trust's vision, values, and culture? Q: How will our three-year strategy be communicated to stakeholders across the Trust, including the local tier of governance? The co-CEOs explained the updated plan was unchanged in terms of long-term strategy, but the language was amended to reflect the Trust's increased maturity	Co-CEO (MS)
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	and the language used in the DfE's Trust Quality Descriptors. Trustees welcomed the sharpened focus in the strategic drivers and the explicit reference to equalities, diversity, and inclusion. Trustees were comfortable that the strategic plan would continue to deliver against the Trust's longer-term vision. Trustees asked the Head of Governance to <u>(ACTION:) organise to share the strategic plan with the Local Academy Committees early in the autumn term.</u> The letter dated 6 July 2023 from the ESFA's CEO, David Witney, to academy trust accounting officers was shared with and noted by all members of the Trust Board. The letter outlined the 2023 updates to the Academy Trust Handbook which was published as a shorter document and reflected a '<i>growing maturity of the sector</i>'.	
iii.	2023/24 Budgets and three-year financial plan In advance of the meeting, and to focus discussion, trustees asked: Q: Are we confident in the financial plan and long-term sustainability of the Trust? Q: What assumptions have been made? Where are the risks, and how are these being addressed? On behalf of the Trust Board, the Chair appreciated the intense contribution of the CFOO and her team in working with the co-CEOs and the head teachers to set balanced budgets for 2023/24. The draft budgets were scrutinised at a trustees' workshop in June 2023, and it was agreed that each school should set a balanced budget with the exception of Paxton Academy as it was recognised that the school had accepted growth in its Reception classes for September 2023 and the funding for these children was lagged and not received until the following academic year. It was also agreed that Wandle Learning Partnership should set a deficit budget to utilise its reserves and the inclusion of a Head of IT post would create a deficit within the Trust's budget. A summary of the 2023/24 budgets was included in a report for the Trust Board along with the current year's forecasted outturn. The final versions of the 2023/24 budgets were reviewed by the Finance & Resources Committee at its meeting held 05/07/23 alongside the three-year financial plan. The Committee recommended these for ratification by the Trust Board. All members of the Trust Board supported the 2023/24 budgets as presented to be submitted to the ESFA by 31 August 2023.	AA

iv.	Annual self-evaluation of governance In advance of the meeting, trustees asked: Q: What are the key findings? What is working well, where are the areas for development? Q: What progress has been made against the Trust Board's Governance Development Plan? Q: What are the training needs and how should these be met? Q: What can we do to increase engagement from the local tier and promote the benefits of the Trust? The Head of Governance launched the self-evaluation of governance in May 2023 and asked all members of the governance community to participate. The self-evaluation tools used were the National Governance Association's questions for a multi-academy trust and its local tier of governance, a 360 review of the chairs' performance, and a governance-specific skills audit. The tools prompted reflection against questions which covered governance culture, practice, and structure, core governance functions, compliance, and evaluation and impact. The Head of Governance reported that, in comparison to the previous year, there was increased participation in the process from all governance stakeholders with the exception of Paxton Academy. She said that individual outputs were used by the Local Academy Committees to evaluate progress against their respective governance development priorities for 2022/23 and to consider priorities for 2023/24. A collation of the data at board and local level was shared in a report for the Trust Board. Trustees were pleased to note improvement against KPIs in the majority of governance areas. The surveys showed that trustees believed guidance, support, and communication with academy committees was effective, and enabled the academy committees to play a meaningful role in the governance of the trust. Data collected from the local academy committees also showed a positive shift in the quality of communication between the Trust Board and the local tier, however, at the meeting, trustees referred to several of the summary reports which suggested there were small pockets of unrest which countered against the Trust's overarching vision. At board level, although all trustees had sound experience and knowledge of promoting diversity and inclusion with the majority having had direction influence on creating an inclusive culture within an organisation, there remained a need to diversify membership and to recruit people to commit to the role. Trustees noted there was strong experience of diversity and inclusion throughout the local tier.	
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	As part of the self-evaluation, governance colleagues were asked to reflect on their training priorities for the next 12 months. At both board and local levels there was a desire to continue to engage in training workshops and those who had participated in the central offer praised the quality of the sessions. It was appreciated that as volunteers, it was not always possible for governance colleagues to visit schools and attend workshops during school hours. To ensure inclusivity and to maximise attendance, the Head of Governance intended to invite colleagues to share their ideal availability to attend central workshops through 2023/24. In addition, there would be a weekly bulletin to streamline governance communications, highlight action required, and encourage a culture of collaboration. Wider discussion followed to explore ways in which to increase engagement from the local tier. Trustees were clear that the initiatives put in place during 2022/23, e.g., link role network, summary reporting, governance forum and workshops, gave opportunities for the local tier to share perspectives, and influence decision-making at board level. Trustees felt it was of high importance for all governance stakeholders to engage in the Trust offer, and said there should be clarity in rationale, and a cultural shift was needed to raise the profile and benefits of Trust collaboration.	
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3. REPORTS FOR DISCUSSION:		
i.	Governance evaluation of head teachers' wellbeing In response to concerns raised by the Chairs' Group Committee in early spring 2023, the People links were tasked to undertake a joint evaluation activity with their respective head teachers to ensure that they felt supported by the Trust Board and the local academy committees to model and practice a culture of wellbeing and self-care. A collated report was shared with the Trust Board and gave a response from three of the head teachers. The trustee linked to People talked through the findings which showed a positive response overall, with 'quick win' suggestions to improve the wellbeing of senior leaders. The People trustee suggested there was opportunity to introduce flexible working for head teachers where appropriate to allow them dedicated time for strategic thinking. Trustees welcomed the report and agreed it was helpful and insightful, to be considered by the Head of HR. Trustees were disappointed there was not a contribution from Paxton Academy and asked the co-CEOs to prioritise discussions with all head teachers with regards to wellbeing.	

ii.	(Verbal) Report from the Safeguarding Link Trustee	Co-CEOs
	The trustee linked to Safeguarding referred to the co-CEOs' report and noted a Trust safeguarding lead was appointed and would take up post from September 2023 to have oversight of safeguarding, attendance, and exclusions across the Trust. The trustee linked to Safeguarding advised the Annual Safeguarding Forum would be held Tuesday 11 July 2023. She informed colleagues that safeguarding governance links, chairs, and deputy designated safeguarding leads across the Trust were asked to attend. She shared that the Trust Safeguarding Lead would provide an overview of the 2023 changes to Keeping Children Safe in Education and colleagues would be asked to share key safeguarding themes from the past year.	
iii.	Standards Committee	
	The Chair of the Standards Committee expanded on her written report and raised again the risk related to a significant increase in the numbers of children with EHCPs at every school in the Trust. She advised colleagues that the Committee had pressed the Executive to consider a strategic plan to acknowledge and mitigate risk related to the Trust's capacity to deliver a high-quality SEND provision. A trustee asked if SEND would be addressed through the Trust's three-year strategy. Q: How is our vision for SEND included in the three-year strategic plan? <i>R: (CK) our vision for learners with SEND is articulated through strategic driver 1 'high quality, inclusive education'. Strategic oversight of the SEND provision is led by the Trust SENCO.</i> The Committee Chair conveyed the issue reported by the SEND link at Paxton Academy that speech and language support in Croydon was not equitable with the service provided by Wandsworth. The co-CEOs took an <u>ACTION: to liaise with the Head Teacher at Paxton Academy to further understand the gaps in Croydon's speech and language offer and take action to address as appropriate.</u> The Committee Chair advised that the governance link group for EDI was highly experienced and skilled. Conversations with EDI leads beyond the Trust validated the power of data collection in formulating the EDI strategic statement and in evaluating impact of the initiatives in place.	
iv.	Finance & Resources Committee	
	The Committee Chair referenced discussion earlier in the meeting regarding the 2023/24 budgets. She advised colleagues that the Finance & Resources Committee accepted that the second and third years of the three-year financial plan were balanced with broad assumptions. Trustees were pleased to learn that	

v.	Paxton Academy projected a surplus at the end of the third year with an assumption for growth in pupil numbers. Trustees were told that the Finance & Resources Committee took a decision to separate to matters related to audit and risk to a standalone Audit & Risk Committee. Members of the Trust Board supported the 2023/24 programme of internal scrutiny which was agreed by the Finance & Resources Committee, and which would focus on cybersecurity, data management, and financial controls. The Committee Chair reported that an Investment Policy was adopted by the Committee to mean that the Trust's surplus could generate income. Trustees heard the Committee's expectation that financial reporting would become smoother and intelligent with the appointment of the new CFOO. Local Academy Committees A summary report from the LAC meetings held by each school in the second half of the summer term was shared to offer trustees insight into local discussion and decision-making and to help trustees in their understanding of key risks and opportunities in each school. Trustees felt that all matters raised by the LACs were covered through discussion in the meeting.	
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4. REPORTS TO NOTE		
i.	Trustee link reports to the board The Chair noted that each link report was previously shared and discussed in detail at committee level.	

5. REVIEW & RATIFICATION OF CENTRAL POLICIES		
i.	Complaints Policy: managing serial and unreasonable complaints. The Chair explained that the Complaints Procedure was updated to include the DfE's model policy for managing serial and unreasonable complaints. Trustees adopted the updated Complaints Procedure with no further questions.	
ii.	Pay Policy The draft Pay Policy was submitted on behalf of the Head of HR who had marked up proposed changes with rationale. The CFOO confirmed the policy was applicable to all areas of the Trust, including LWLSR.	

6. PART II		
i.	Allegation of maladministration of SATs and GDPR breach The Chair advised that a letter was received on behalf of the Trust Board in May 2023 which alleged there was maladministration of SATs at a Trust school in May 2022 and a breach of GDPR at a Trust school in 2021. The Chair gave assurance that she carried out a full investigation into the allegations and included input from the co-CEOs and the Trust's Data Protection Officer. The Chair advised the investigation found no evidence to support the allegations and a detailed response was given to the whistleblower. No further action was taken.	
ii.	Review of the Terms of Reference for the Local Academy Committee (See separate minute)	
iii.	Performance management of the co-CEOs [CO-CEOS AND CFOO WITHDREW FROM THE MEETING AT THIS POINT] (See separate minute)	

DATES OF NEXT MEETINGS:

(all meetings to be held at Chestnut Grove Academy)

Nominations Committee	11am Friday 8 September
Trust Board	6:00pm Thursday 14 September
Audit & Risk / Finance & Resources	4:30pm Thursday 28 September
Chairs' Group Committee	6:00pm Wednesday 11 October
Trustees' strategy session (mini)	9:30am Friday 3 November
Pay Review Committee	8:30am Tuesday 7 November (REMOTE)
LWLSR Committee	4:30pm Thursday 9 November
Standards Committee	6:00pm Thursday 23 November

Finance & Resources Committee	4:30pm Wednesday 29 November
Audit & Risk	4:30pm Wednesday 13 December
Trust Board	6:00pm Monday 18 December

Signed:

Date:

Summary of Actions: TRUST BOARD MEETING 10/07/2023

Action No	Item No	Action	Responsible	Timescale
1.	1.iii	Status of actions write to the Local Academy Committees with an individualised response to the issues and specific questions raised during the past academic year.	SMat	By the end of term
2.	2.i	Co-CEOs' report to the Trust Board arrange for trustees to be included in the weekly internal vacancies' bulletins for information.	CK/MS	Next bulletin
3.	2.i	Co-CEOs' report to the Trust Board share the LWLSR management role job descriptions with trustees prior to recruitment and approval to appoint.	MS	Priority
4.	2.ii	Three-year Strategic Plan organise to share the strategic plan with the Local Academy Committees early in the autumn term.	AA	Early autumn 2023
5.	3.iii	Standards Committee liaise with the Head Teacher at Paxton Academy to further understand the gaps in Croydon's speech and language offer and take action to address as appropriate	CK/MS	Priority