



## **ABRIDGED MINUTES OF THE MEETING OF THE WHITE ROSE ACADEMIES TRUST (WRAT) BOARD OF DIRECTORS HELD VIRTUALLY ON THURSDAY 9 JULY, COMMENCING AT 5.30PM**

**Present:** Lydia Devenny, Caroline Gruen, Erica Hiorns, Margaret Parkes, Kate Pearlman-Shaw, Helena Phillips (Chair), David Strachen, Andrew Whitaker and Craig Williams

**In attendance:** Sam Corbett, Clerk to the Board, Stuart Jolley, Chief Financial Officer (CFO), and Christian Wilcocks, Associate Executive Principal (AEP)

### **PROCEDURAL MATTERS**

#### **19/20.42 a Apologies for absence and welcome (if any)**

Apologies were received from Colin Booth and Paul Morrissey.

#### **b Declarations of interest with regard to any Agenda items**

Interests were declared by those nominated for appointment in Minute 19/20.50.

Lydia Devenny also declared her interest in Minute 19/20.45f, relating to Group IT support services.

### **BOARD MINUTES AND MATTERS ARISING**

#### **19/20.43 a Minutes of Board meeting held on 14 May 2020**

The Minutes of the Board meeting held on 14 May 2020 were considered and approved by the Board.

**Resolved – The Minutes of the Board meeting held on 14 May 2020 were approved as a correct record**

#### **b Matters arising**

##### **i Summary produced by Clerk**

The summary of matters arising to date was considered.

The Board noted the updates against each item.

With regard to Minute 18/19.03e relating to efforts to identify a co-opted member of the Audit & Finance Committee, the CFO reported that he had identified a prospective member with an accountancy background.

The Clerk provided an update in relation to Minute 19/20.24a regarding Safer Recruitment training. Board members were asked to contact the Clerk in order to book a place on the training session in October.

**Action – Board members to contact the Clerk to book a place on the training session in October**

The Clerk indicated that in relation to Minute 19/20.27c regarding the percentage of 'managed moves' against national benchmarks, the Strategic Lead for Alternative Provision had indicated that there was no data available.

In relation to Minute 19/20.37d, regarding the Risk Register methodology, the CFO advised that this would be picked up in the Autumn term.

In respect of Minute 19/20.39b, the Clerk confirmed that the AEP had included information regarding curriculum models in his report.

**ii Any other matters arising(including updates from LABs)**

No other matters were raised.

## **OPERATIONAL UPDATES**

### **19/20.44 a AEP Report**

The AEP summarised key elements of his report which focussed on re-opening for Year 10 pupils, risk assessment updates, provision for priority students, voucher schemes and food hampers, staff welfare, remote learning, the government's laptop scheme, catch-up funding and pipeline conversions.

The AEP informed the Board that pupil attendance would be mandatory again from September.

In response to a question regarding systems for tracking pupils and/or family members displaying symptoms or confirmed cases of Covid-19, the AEP provided an overview of the robust systems in place.

A Director queried why there had been no ICT lessons at Leeds East Academy (LEA). The AEP explained that historically ICT had not been a core aspect of the curriculum at LEA. In addition, there was a lack of resources. This would be an area of focus moving forward. The LEA Local Accountability Board (LAB) Chair indicated that it was being closely monitored at LAB level. The AEP advised that both staff and pupils would be upskilled in order to increase levels of engagement with online learning.

Directors welcomed the introduction of an extra-curricular online offer.

The AEP advised that a parental survey would be issued early in the new academic year and results subsequently reviewed.

Following questions, the AEP described how gaps in learning would be assessed when pupils return in September and the blended learning offer.

The AEP described the main changes to the academies behaviour policies, which were welcomed by the Board.

Communication from the DfE in relation to a break in education over the summer, was shared with the Board. In light of this, the AEP proposed that each academy close to students, affording staff a much-needed break, on 17 July. Student welfare checks for the most vulnerable would continue over the summer break. Each academy would cease regular setting of remote learning. Instead, each academy would ensure summer project work was set for each student, in each subject, to support consolidation of learning and support students in preparing for intelligently planned baseline assessment when they return in September. The final week of the summer holiday would be allocated to 'early induction'.

Discussion took place regarding setting expectations of staff and parents so that the proposal could be fully implemented. The AEP advised that a communication would be sent to both groups imminently. Further

communication would be sent to the Board during the next week regarding re-opening proposals.

**Action – further communication to be sent to the Board regarding re-opening proposals**

Following questions, the AEP provided detail in relation to his initial thoughts around phased re-opening.

The Board unanimously agreed to the proposals.

**Resolved – that the Board agreed to the proposals relating to the summer break**

In response to a question regarding communication and celebrations with Year 11 pupils, the AEP provided detail of the academies' three-tier plans.

The Board expressed their appreciation for the regular and detailed communication.

The Board suggested entering awards which recognised the support provided to families during the pandemic.

## AUDIT AND FINANCE MATTERS

**19/20.45 a Minutes of Audit & Finance meeting held on 22 June 2020**

The Board received and considered the latest Audit and Finance Minutes. LD highlighted key areas that had been discussed, i.e. management accounts and a detailed review of the Trust and Academy budgets and three-year plans. It was noted that a further review may be necessary following any changes resulting from Covid-19.

**b Financial Performance Reports as at May 2020**

The Board received and considered the Financial Performance Report, which outlined the financial position for the period ending May 2020 showing a net surplus. The Board were pleased with the favourable movement.

The CFO indicated that following the Audit and Finance meeting, he had received notification that the CIF bid relating to the fire prevention and protection systems at Leeds City Academy had been successful. The bid in respect of the heating infrastructure at Leeds City Academy had been unsuccessful.

**c Proposed Trust and Academy budgets for 2020/21 & three-year plan (recommended by the A&F Committee for approval by the Trust Board)**

LD made a recommendation on behalf of the Audit and Finance Committee that the proposed Trust and Academy budgets for 2020/21 and three-year plan be approved.

The CFO reminded the Board that the Trust had been lobbying the Regional Schools Commissioner and the ESFA for the funding at Leeds City and Leeds East to be provided on an estimates basis. No response had been received to date.

The CFO highlighted that the Budget assumed receipt of Year 7 catch-up funding though a recent announcement from the government indicated that this has been withdrawn. No details of a replacement grant had been confirmed. Any revisions would be highlighted in future reports.

The sensitivity analysis was considered. The CFO indicated that he had taken a prudent approach to a range of key areas of income and expenditure.

In response to a question regarding restrictions placed on academies receiving the Covid-19 grant, the CFO indicated he was confident the grant would be received for all three academies.

The Board agreed to the proposed Budget for 2020/21and three-year plan.

**Resolved – that the proposed Budget for 2020/21and three-year plan was approved**

**d Risk Register**

The Board received and considered the Risk Register, The CFO highlighted the key additions.

**e Review of ongoing log of Auditors' actions required**

The log of Auditors' actions was noted.

**f Provision of IT Support Services**

The Board considered the paper relating to provision of IT Support Services, which was summarised by the CFO.

He reminded the Board that a number of reviews of the IT infrastructure and service delivery had been undertaken and previously reported to the Board.

He indicated that the service was provided to the Trust on an at cost basis and given that the arrangement was the provision of a service from a related party, formal consent would need to be obtained from the Education and Skills Funding Agency (ESFA).

A question was raised in respect of the evolution of the service. The CFO provided reassurance that the team had already responded strongly to the challenges faced from Covid-19 and felt confident that the service would meet with needs of the Trust as it grows.

It was proposed that the Trust enter into a further three year agreement for the provision of the IT support services from Luminate Education with effect from 1<sup>st</sup> September 2020.

The Board agreed to the proposal.

**Resolved – that the Trust enter into a further three year agreement for the provision of the IT support services from Luminate Education Group**

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**COMMUNICATIONS**

**19/20.46 a CEO's update**

The CEO provided a verbal update in respect of a number of recent communications, specifically the DfE's uniform support programme, the Leeds Learning Alliance Board Meeting and Mill Field Primary Interim Executive Board.

A suggestion was made in respect of a local uniform exchange. The CEO and AEP agreed to consider further.

**Action – the CEO and AEP to consider a uniform exchange**

**TRUST BOARD & COMMITTEES GOVERNANCE RELATED MATTERS (OTHER THAN APPOINTMENTS)**

**19/20.47 a Scheme of Delegation Update**

The Clerk provided a verbal update in relation to the review of Schemes of Delegation, indicating that a draft would be presented early in the new academic year.

**b Proposed changes to governance arrangements**

The Board considered a paper relating to changes to governance arrangements, which the Clerk summarised.

She reminded the Board that the Trust's Articles of Association require a minimum of three members though the DfE's strong preference was to have at least five members with a majority of members independent of the Board of Directors/Trustees. A Trust Members' Meeting was scheduled to take place on Monday 27 July 2020 to consider the appointment of new Members.

The Clerk explained that the DfE had asked some academy trusts to make changes to their governance arrangements as part of their expansion. Such changes have included separation of membership between local governing bodies and the Board of Directors/Trustees to minimise any potential conflicts of interest and smaller Boards. In the case of the WRAT, it was possible that in the future, the conversion or sponsorship of additional Academies could be conditional upon the Trust making similar changes to its governance arrangements.

It was proposed that the Board consider whether it wished to progress with the separation of directors serving on the LABs and Board at this stage.

In response to a question regarding alternative methods of engagement if the separation occurred, the Clerk provided a number of suggestions which included a bi-annual meeting of Chairs and Vice-Chairs led by the Chair of the Board and networking sessions.

Detailed discussion took place, with divided opinions. The majority of the Board supported the recommendations in principle, though requested a further meeting to review the practical elements of the change.

**Resolved – the Board supported the recommendations to make changes to the governance structure, in principle, subject further consideration of options**

**Action – the Clerk would arrange an additional meeting in the Autumn term to review options in further detail**

**c Board's Annual Workplan**

The Board received and noted the annual workplan.

**d Annual Register of Interests**

The Board considered the summary of declared interests. The Clerk indicated that she would contact some individuals in respect of responses provided to ensure there was consistency of approach.

**Action – the Clerk would contact some individuals in respect of responses provided to ensure there was consistency of approach**

**e Clerking arrangements**

The Board considered the paper relating to clerking arrangements, indicating that the contract with Wellspring had been extended for a further two years. The CFO advised that he would be obtaining formal feedback on an annual basis moving forward.

The Board provided positive feedback within the meeting regarding the excellent service provided to date.

In response to a question regarding if the service would be adequately resourced in line with the Trust's growth plans, the CFO advised that discussions had taken place when reviewing the contract to ensure that future growth could be managed. He indicated that Mill Field had already been planned for.

## **OTHER MATTERS**

**19/20.48 a Policies**

**i HR Policies (Redundancy & Grievance)**

The Board reviewed the Redundancy and Grievance policies.

The Board welcomed the additions to the Grievance Policy.

**Resolved – the Redundancy and Grievance policies were approved**

**ii Other policies (Relationships, Sex and Health Education, Data Protection & Designated teacher for LAC)**

The Board reviewed the Relationships, Sex and Health Education, Data Protection and Designated teacher for Looked After Children policies. A minor change was suggested to the Relationships, Sex and Health Education Policy. The Clerk agreed to feedback to the author.

**Action – the Clerk would provide feedback to the author in relation to the Relationships, Sex and Health Education Policy**

**Resolved – the Relationships, Sex and Health Education, Data Protection and Designated teacher for Looked After Children policies were approved subject to a minor change to the Relationships, Sex and Health Education Policy**

The Board welcomed the new policy relating to Looked After Children. In response to a question regarding tracking of Looked After Children (LAC) in post-16 provisions, the CEO indicated that key groups (including LAC)

had been carefully monitored in post-16 provisions over the past twelve months.

**iii Progress update re policy reviews**

The Clerk indicated that progress was being made with regard to ensuring all Trust and academy policies were in date. Those policies approved by management were available to all Board members via the Portal.

**b AIP Report (distance learning)**

The Board considered the AIP Report and discussed the recommendations in detail.

**ANY OTHER BUSINESS**

**19/20.49 a Any other business**

i No other business was discussed.

**APPOINTMENTS**

**19/20.50 a Appointment of LAB Chairs**

The Board agreed the following in respect of Chairs of Local Accountability Boards:

- that Paul Morrissey continue to Chair the Leeds City Academy LAB for 2020/21
- that Margaret Parkes continue to Chair the Leeds East Academy LAB for 2020/21
- that Kate Pearlman-Shaw continue to Chair the Leeds West Academy LAB for 2020/21

**Resolved – that the Chairs listed above were appointed with immediate effect**

**b Appointment of A&F Chair/Vice-Chair**

The Audit and Finance Committee proposed that Lydia Devenny be appointed as Chair and David Strachen as Vice-Chair of the Audit and Finance Committee for 2020/21, which the Board supported.

**Resolved – Lydia Devenny was appointed as Chair and David Strachen as Vice-Chair of the Audit and Finance Committee with immediate effect.**

**c Appointment of Vice-Chair of Board for 2020/21**

The Clerk reported that there had been no expressions of interest for the position of Vice-Chair. It was agreed that the position be left vacant for the time being.

**d Appointment of Chair of Board for 2020/21**

The Clerk indicated that only one expression of interest had been received for the position of Chair of Board, from Helena Phillips. This had been communicated in advance of the meeting to enable confidential feedback to be provided to the Clerk.

The Board supported the proposal.

**Resolved – Helena Phillips was appointed as Chair of the Board with immediate effect.**

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**MEETING ARRANGEMENTS**

**19/20.51 a Proposed 2020/21 meeting dates and Autumn Agenda**

The meeting dates for 2020/21 were considered. The first meeting of the new academic year was unsuitable therefore the Clerk agreed to revise.

It was agreed that an additional meeting would be required early in the new academic year to consider any changes to government guidance.

**Action – the Clerk would organise an additional meeting early in the new academic year and revise the first meeting of the new academic year**

*Stuart Jolley and Christian Wilcocks left the meeting at this juncture.*

**CONFIDENTIAL MATTERS**

**19/20.52 a WRAT Leadership**

The Board considered the paper relating to leadership in the WRAT.

The CEO provided a summary in relation to the section of the report relating to proposed changes to the leadership of the academy improvement/standards area of the Trust and the subsequent impact on the leadership of Leeds West Academy.

It was proposed that the title of the Associate Executive Principal role was changed to Executive Principal and that the role was made permanent - with Christian Wilcocks appointed. The main responsibilities of this role were outlined.

It was also proposed that Daniel Whieldon's job title (Head of School – LWA) was changed to that of Acting Principal.

The financial implications of the changes and the impact on pupils were considered.

It was noted that the proposal was part of the Trust's approach to succession planning and would ensure that the colleagues affected by the proposal were less likely to leave the organisation to secure the next promotional step in their careers.

The Board discussed a declaration relating to this proposal and was reassured by comments from the Chairs of the relevant LABs over the strength of support and the effectiveness of organisational arrangements in place.

*David Strachen left the meeting at this juncture*

The Board gave positive feedback in relation to Christian's performance in his new role.

The Board unanimously supported the proposal to the change in job titles and responsibilities.

**Resolved – that the changes to the title of Trust's AEP role and LWA's Head of School role were approved**

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*Andrew Whitaker left the meeting at this juncture*

The Board noted that the changes to salaries.

The Board were reminded that a formally minuted review of senior post-holder pay was overdue.

The Board were encouraged to prioritise this issue and ensure that the findings of the review of senior post-holder pay were considered and approved by the Board in the autumn term. The Board also agreed to include the continuance of performance related pay as part of this review.

The Clerk agreed to prepare a paper for the Board at the first meeting of the new academic year.

**Action – the Clerk would prepare a paper for the Board relating to senior post-holder pay at the first meeting of the new academic year.**

The meeting closed at 8.15

These Minutes have been certified as a true and accurate record of the meeting

Name: \_\_\_\_\_

Signature: \_\_\_\_\_

Date: \_\_\_\_\_