



MINUTES OF THE MEETING OF THE WHITE ROSE ACADEMIES TRUST (WRAT) BOARD OF DIRECTORS HELD AT LEEDS CITY ACADEMY ON THURSDAY 7 JULY 2022, COMMENCING AT 5.30PM

Present: Phil Wheeliker (Chair), Caroline Gruen, Annie McMaster, Kate Pearlman-Shaw, David Strachan (until part-way through 21/22.63b, noted in minutes), Andrew Whitaker (Chief Executive Officer) (CEO), Craig Williams (from part-way through Item 21/22.61, noted in minutes)

In attendance: Sam Bradley, Interim Chief Financial Officer (ICFO)
Sarah Carrie (Executive Principal) (EP)
Claire Harrison (Clerk, Governor Support Service)

PROCEDURAL MATTERS

21/22.58 PROCEDURAL MATTERS

a. Apologies for absence & welcome

It was noted that Craig Williams would be late in joining the meeting. The Chair welcomed everyone to the meeting and introductions were made.

b. Declarations of interest

Kate Pearlman-Shaw declared an interest as she continued to provide training support for some staff groups within the Luminate Education Group (LEG). It was agreed that this interest did not preclude her from being part of this meeting.

c. Notification of items for Any Other Business

There were no additional items to discuss.

21/22.59 BOARD MINUTES AND MATTERS ARISING

a. Minutes of board meetings held on 3 March 2022 and 16 March 2022

The minutes of the meeting held on Thursday 28 April 2022, and the extraordinary meetings held on Thursday 19 May 2022 and Monday 20 June 2022 were agreed as an accurate record.

RESOLVED - That the Chair be authorised to sign the minutes of the meeting held on Thursday 28 April 2022, and the extraordinary meetings held on Thursday 19 May 2022 and Monday 20 June 2022

b. i. Matters arising – summary produced by the Clerk

The matters arising schedule was received and considered.

Meeting held 28.04.22 21/22.44 Induction of the new Chair of the board had taken place and he reported that he had visited two of the schools

within the Trust and met the Executive Leadership Team (ELT) – Action complete.

Meeting held 28.04.22 21/22.45.a.ii Kate Pearlman-Shaw had found the governance development plans and sent these to Alice Ryan, Trust Project Lead – Action complete.

Meeting held 28.04.22 21/22.45.c Annie McMaster had worked with the EP to make the amendments to the policies noted at the meeting. It was noted that a full review of policies would be required in future – Action complete.

Meeting held 28.04.22 21/22.46.a A focus on attendance was included in the EP's report to this meeting – Action complete.

Meeting held 28.04.22 21/22.46.a Information on the SEN green paper relating to the graduated approach to alternative provision was included in the EP's report to this meeting – Action complete.

Meeting held 28.04.22 21/22.46.b The EP had asked academy Principals if there had been any surprises for leaders in the AIP reports as requested by Board members and provided the response that the AIP reports had all been in line with academy self-evaluation and the reports had provided external validation of this. A board member highlighted that the AIP reports had been presented in a clear format and that it was easy to see the direction of travel of the academy – Action complete

Meeting held 28.04.22 21/22.47.b The former EP had set up a link between Janey Jennings and ATP in relation to community engagement day support. Annie McMaster reported that it was hoped Janey would join the ATP Board, following amendments to the Trust Standing Orders, but that she was already helping with setting up the community day at ATP – Action complete

Meeting held 28.04.22 21/22.47.b The Trust Standing Orders and LAB constitution had been reviewed and would be presented to the Board at this meeting – Action complete

Meeting held 28.04.22 21/22.47.c The ICFO had circulated recommendations for interim Clerking provision and this had been resolved – Action complete.

Meeting held 28.04.22 21/22.49.b The Chair, Vice Chair and Chair of the Audit, Risk and Finance (ARF) committee had been delegated the power to agree fees for Browne Jacobson. The fees had been minimal since the last meeting of the board but would rise again due to advice provided recently. It was noted that these peaks and troughs in fees would continue until matters were resolved – Action closed

Meeting held 16.03.22 21/22.34 The CEO would circulate a report on the audit of Trust and Academy websites during the week commencing 18 July 2022 – **Action ongoing**

Meeting held 16.03.22 21/22.39a It was reported that Craig Williams had originally sat on Alternative Provision Panels (APP) but was no longer able to do this. The Chair had sat on the most recent APP – Action closed

Meeting held 03.03.22 21/22.18 A report from Peter Quinn on the Equality, Diversion and Inclusion (EDI) Review had been translated into an action plan for the EDI committee to carry out and the document would be presented to the Board at this meeting – Action closed.

Meeting held 03.03.22 21/22.21 Development of the Strategic Plan and Vision had been deferred until the conclusion of the investigation and subsequent action – **Action ongoing**

Meeting held 03.03.22 21/22.22 Schemes of delegation had been drafted by the Chair, but were on hold until the conclusion of the investigation and subsequent action – **Action ongoing**

Meeting held 09.12.21 21/22.12b It was reported that Peter Whelan would continue in his role as AIP from September to December 2022. He would be commissioned for 20 days across the four academies and Alice Ryan would be his main contact from the central Trust team – Action complete.

Meeting held 09.12.21 21/22.16.a The performance review of the CEO had been delegated to the Chair who reported that he was in the process of seeking an advisor to facilitate this – **Action ongoing**

Meeting held 03.11.21 21/22.04.a The ICFO had considered including a heatmap in future Risk Registers – he had updated the Risk Register and this had been discussed in detail at the last meeting of the ARF committee – Action complete.

Meeting held 03.11.21 21/22.06.e A report on managing risk had been discussed at the last meeting of the ARF committee – Action complete

ii. Any other matters arising

It was reported that a new Head of Governance (HoG), Kate Archer, had been appointed following an interview process involving the CEO, ICFO, Chair and EP. It was noted that she had a strength in compliance and had already begun auditing the academies prior to her induction which would start on 22 August 2022. Two options were being considered for Local Accountability Board (LAB) clerking – either to contract out or appoint a part-time Clerk directly. The GoG would work with the WRAT to make an appropriate choice. It was noted that she would report to the ICFO.

21/22.60

STRATEGY AND IMPLEMENTATION

a. ITSS Summary Report

A summary report on the ITSS contract had been circulated to Board members in advance of the meeting.

It was noted that the contract had been discussed at the ARF committee and at previous board meetings. The report circulated outlined the current position and risks.

A discussion on the current position relating to the contract with the LEG for the ITSS took place. It was noted that the contract was initially scheduled to run until August 2023, however the LEG had proposed an end date of 31 July 2022, which did not allow enough time for the WRAT to put in place a new contractor. The ICFO reported that he had taken advice from a contract specialist at Browne Jacobson and it was noted that the LEG could be sued for breach of contract. The preferred end date for the WRAT was 31 December 2022 and it was hoped a mutual agreement could be agreed and discussion with the LEG continued to take place.

It had been agreed at the extraordinary meeting which took place on 20 June 2022, that a task and finish group would be set up, comprising the Chair, Vice Chair and Craig Williams, to drive forward the termination of the ITSS contract and the appointment of a new contractor. The Chair had drafted Terms of Reference for this group and circulated them to Board members.

Resolved: that the Terms of Reference for the ITSS contract task and finish group be agreed.

The ICFO reported that he had started the process of sourcing quotes to replace ITSS, already having received one quote which he outlined to Board members. It was noted that three quotes were required to meet financial regulations. The ICFO highlighted that it may take up to two weeks to receive the additional quotes. Discussion took place around other contractors to approach. It was agreed that the WRAT Project Lead should arrange a meeting of the task and finish group to take place prior to the end of July 2022.

Action: Alice Ryan to arrange meeting of the task and finish group prior to the end of July 2022.

Further discussion took place around the contract with the LEG, which following legal advice, the Trust knew was in place. It was agreed that a copy of the contract be sent to the LEG Head of IT, CEO, Chair and Vice Chair and that informal discussion with LEG continue to take place.

b. Policies

i. Local Government Pension Scheme (LGPS) Discretionary Policy

The policy and a summary document had been circulated to Board members in advance of the meeting.

Question: Are there any risks in having this policy?

Answer: No, discretions have been given in the past, and an example was provided. This was now formalised in the policy.

A Board member noted the previous request to have a section at the beginning of policies showing who had been consulted with in the formulation of the policy.

Action: The ICFO to request the new Head of Governance establish this process for all policies in future

Resolved: That Board members approve the LGPS policy.

ii. Whistleblowing Policy

The policy had been circulated to Board member in advance of the meeting. It was noted that it had been reviewed to ensure that it was in line with the sector and using guidance from The Key.

Resolved: That Board members approve the Whistleblowing policy.

c. Recommended EDI Objectives

The ICFO outlined that objectives recommended by Pete Quinn in the Autumn term had been set into an action plan which was included in the papers which had been circulated to Board members in advance of the meeting for discussion and approval.

A Board member noted that there were a lot of objectives and questioned whether some of these could be combined to simplify the action plan.

It was highlighted that although it was commendable to have a focus on menopause within the EDI objectives, there was a need to consider other areas of women's health if the demographic of the staff and student body was taken into consideration.

Board members discussed a specific intervention, in relation to the target group for this intervention, and requested that further thought be given to how to word this.

It was noted that the finalised document would be reviewed and monitored by the EDI committee and EDI champions from the academies. The ICFO requested LAB representation on the committee and the Chair of ATP, Annie McMaster, and Chair of LWA, Caroline Gruen both registered their interest.

The Chair suggested that there was further work to be done on the wording included in the report. The CEO agreed, however noting the need to focus on personalisation of the curriculum to meet the needs of students.

It was agreed that the EDI objectives wording be revised to ensure it was inclusive and signposts to personalised opportunities. Further consideration should also be given to the women's health section to include menstrual health, including the menopause, rather than the menopause alone.

Action: EDI objectives to be reconsidered, taking into account the discussions held by Board Members and that the revised action plan be brought back to the next meeting of the board for approval.

EXECUTIVE, OPERATIONAL AND COMMUNICATION UPDATES

21/22.61 a. Executive Principals Report

The EP's report had been circulated in advance of the meeting and questions were invited.

The EP outlined that post-pandemic the Board could be assured that Centre Assessed Grades (CAG) and Teacher Assessed Grades (TAG) were robust and had been lower than the national data set. The grades given this year would provide a baseline for the following years.

A focus for the following year would be on the impact of attendance on overall progress so that further understanding could be provided around this. The EP reported that attendance was impacting negatively on progress and where attendance is above 80%, students attain a positive Progress 8 score.

Question: Why is attendance at Leeds West Academy lower than the other academies?

Answer: Covid impacted at LWA more than other academies and the number of students is higher there. Changes in leadership have been made for next year at LWA to improve attendance. Additionally, there will be Trust oversight on attendance from September, bringing academy attendance leaders together to standardise approach, develop expertise and remove variables in delivering attendance strategies. The Trust is also brokering support from a Trust which has high deprivation and high attendance.

Board members noted the priority of attendance and requested further updates be brought to the Board for oversight and challenge.

The EP reported that she would be overseeing attendance across the Trust and would share insights across academies to drive improvements across them all. There would also be a focus around inclusion and interventions.

Craig Williams arrived here.

Question: A Board member noted that at ATP attendance had reduced due to families going on holiday and asked what could be done to prevent this in the future.

Answer: From next year, there will be government level interventions, which will mean a more standardised approach to non-authorisation of term-time holidays led by local authorities.

Question: In terms of data predictions, will results be comparable with pre-pandemic (2019) data in future?

Answer: There will be a move to comparison to 2019 data from next year. The CAG and TAG grades were input into a national dataset in order to identify any anomalies and challenge data, however there was nothing alarming. This was also reviewed by the AIP and a former Board member who is also an Ofsted inspector and so the Trust are confident in the rigour of CAG and TAG data.

Question: The High Performance Learning (HPL) programme is moving into its second year – are outcomes available for the first year of the programme?

Answer: Research into HPL has shown that in terms of impact on student outcomes, this is shown by the third year of the programme. In the first year work takes place around engagement with staff, in the second year in students and in the third year impact will be shown.

The EP added that a Trust-wide review of HPL had taken place, during which there had been meetings with staff and students and observations had taken place and this had shown the sophistication of language used during teaching and learning and staff reported that it has invigorated their teaching.

A Board member requested that impact indicators should come through reports and be added to the scope of the work of the AIP.

Question: Why are there a number of points related to governance on the strategic plan – should these be for the Board to set? Where does this sit in terms of the governance review?

Answer: The strategic plan is shared for consultation with Board members.

The Chair highlighted the need to have a governance strategy day to discuss and review structures, information flow and delegation. The governance points suggested in the strategic plan would form the starting point for discussion at the strategy day.

A Board member commented that the Key Performance Indicators (KPIs) appeared to be more narrative than having SMART targets and provided an example. The EP noted that behind the narrative each academy would have a target set.

A Board member requested that the Board have detail of destinations as well as outcomes to track progress and have an overview of the value that the Trust has added to the students and the EP highlighted that in the first report to the Board of the next academic year, a report on students not in education, employment or training (NEET) would be included to provide assurances and this would be updated to track students to the age of 19. A role model programme takes place, for example a Year 12 student had visited students at LCA to talk about their experiences of further education. Data and case studies would be provided.

Action: EP to include NEET data and case studies in the EP report for September 2022.

Question: Attendance of students from LWA at alternative provision is concerning – what are the reasons for this?

Answer: LWA have had to split the cohort returning from the Mabgate provision, which is no longer used and so students only receive an attendance mark in either the morning or afternoon.

Question: What is the retention rate for Early Career Teachers (ECTs) across the WRAT.

Answer: Detail will be provided.

Action: CEO/EP to provide detail of retention rate for ECTs across the Trust

Question: Is there an update on the impact of any increase in Covid rates on academies across the Trust.

Answer: There are currently 23 staff absent from LWA which has impacted on two year groups which have had to be closed temporarily and students are receiving remote learning in order that Year 6 transition days can continue.

Board members thanked the EP for her report. The Chair asked that for future reports she add a section at the front with the headings 'What we are proud of' and 'What we are losing sleep over'.

b. Academy Improvement Partner (AIP) Reports

It was agreed that the following would form the schedule for AIP focus for the coming year:

- Outcomes
- Safeguarding
- Communications
- High Performance Learning
- Attendance strategy

The CEO and EP will populate the AIP schedule and present it to the Board for approval

Action: CEO/EP to populate the AIP schedule for approval by the Board

21/22.62 TRUST BOARD, GROUP AND COMMITTEES GOVERNANCE RELATED MATTERS

a. Matters referred by LABs

None to report.

b. LAB Constitution and Standing Orders Annual Review

The LAB standing orders and constitution had been reviewed and a draft was presented to the Board for approval.

Question: What is the rationale for changing the LAB constitution and standing orders?

Answer: The constitution and standing orders should be reviewed annually and this will allow two staff members from across the Trust to join another LAB.

Question: Who elects the WRAT staff to serve on other LABs?

Answer: They would be recommended by the EP/CEO and/or LAB Chairs and approved by the Board

Discussion took place around removal of specific positions on the LABs and it was agreed that these should not be removed as yet.

Question: Will there be any conflict of interest in having staff members from other academies on LABs?

Answer: Any conflicts would need to be declared as at all levels of Trust governance.

Question: Would LABs become too education-focussed rather than representative of all or could they become too insular?

Answer: There are many difficulties in recruiting to LABs generally and this would allow for development of staff.

Question: What are the views of the CEO/ICFO?

Answer: It is clear that no employee should be Chair or Vice Chair of a LAB. The appointments would be open to all staff, not just teaching staff. There would be a need to ensure any appointees are acting in the best interests of the children in the school of which they were a member of the LAB. If this is not allowed then LABs are not able to use expertise that is available to them.

In addition to the above questions, the following points were raised

- 3.15 and 3.23 were missing from the standing orders
- Inclusion of wording so that only the Trust Board can remove LAB members they appoint

Resolved:

- That the LAB constitution and standing orders be amended to take into account the discussions held by the Board
- That the LAB constitution and standing orders be re-circulated to Board members for approval (changes made to be highlighted in bold and italics)

c. Governor applications for approval

Resolved:

- That all submitted applications for LAB membership be approved

d. Governance arrangements update

The appointment of a new Governance Manager had been reported under 21/22.59b.ii above

21/22.63 AUDIT, RISK AND FINANCE MATTERS

a. Financial Performance Report as of April 2022

The Financial Performance Report had been circulated to Board members in advance of the meeting and had been discussed in detail at the ARF committee.

The ICFO reported that there had been a swing from a small surplus to a deficit position and the reasons and key risks were included in the report.

The balance carried forward from the secondaries was reported to be positive, however the issues were arising from a deficit position at ATP. This had been considered at the ARF committee and assurances of scrutiny at LAB level had been sought with robust challenge applied.

A Board member, in her capacity as Chair of the ATP LAB noted appreciation of support from the Trust and commented that the main issue was around low pupil numbers. She added that the LAB were not clear on their understanding of delegation relating to finance matters.

Discussion had taken place at the ARF committee with a need for non-front facing expenditure to be reduced agreed.

Question: What is the expectation of the Trust Board to review management accounts.

Answer: The management accounts should be reviewed by the Board at each meeting, and by the Chair in those months where there are no meetings.

The ICFO outlined that the year-end position meant there would be a deduction from reserves.

The year-end position assumes income from the LEG from September 2021 to March 2022 and outstanding monies from April 2021 to August 2021.

Discussion took place around this situation and it was agreed that this should be resolved amicably if possible.

Action: The Chair to raise the issue of the outstanding monies with the LEG CEO, once the ICFO has provided full detail to the Chair

The reserves forecast to September 2022 was reported as £674,000.

b. 2022/23 Budget and three year plan

The budget and three year plan had been circulated to Board members in advance of the meeting and had been discussed in detail at the ARF committee.

The report outlined student numbers, income, expenditure and forecast outturn position. A revenue contribution to capital for LCA for building works was reported as £346,000. This could be split over two years, but currently sat in the budget for 2022/23. The ICFO noted that he could explore loan options if it was felt that reserves were growing low.

It was highlighted that the revenue position was good despite the concerns around ATP, however discussion had taken place at the ARF committee around the risks if pupil numbers didn't grow.

Question: When will a decision need to be made?

Answer: April 2023 – census data will be used to look at in-year arrivals – if ATP are not at a level that the Trust is happy with in October and April then there may need to be a restructure

David Strachan left the meeting at this point

If material growth is seen between October and April the Trust could apply to the ESFA for in-year funding.

It was reported that the ARF committee tested and challenged the budget, however there was a need to retain focus on this for the coming year.

The budget was recommend to the Board by the ARF committee.

Resolved:

- That the Board approve the budget as set.

c. Risk Register Update

The ICFO reported that the risk register was in the process of transition to a new platform – the EVERY system, which will manage risks as live information. Academy Business Managers were in the process of updating the risk register for individual academies and the ICFO was carrying this out for the Trust. The updated risk register would be presented to the Board by the new Governance Manager in September 2022 and it was noted this was scrutinised at every ARF committee meeting.

A Board member noted the need to include ARF minutes in Board papers in order to have transparency.

Action: Most recent ARF committee minutes to be added to the Sharepoint for Board member information

Action: ARF committee minutes to be added to the papers for Board meetings moving forward.

21/22.64 ANY OTHER BUSINESS

a. Communications sent to the Board between meetings

None to report

b. Questions from Trustees

i. A HR query had been raised in relation to HR processes by the Chair of the ATP LAB. The CEO provided the following information in response:

- Trust HR deals with three main areas – recruitment, wellbeing and complex cases with the latter making up around 4% or ten cases per year
- There had been a transition from a local HR offer to centralised HR and this had shown that some line managers had been more capable than others. In these cases, additional training had been provided.
- The most complex issues were often around leadership and management involving HR very late in the process, meaning that the issues were very difficult to resolve and often had union involvement.
- If relationships have broken down and staff are leaving/left, academies can backfill positions prior to resolution.

Question: Is this a comprehensive process with timescales and capacity for negotiated agreements

Answer: Yes this is all in place

The Chair highlighted the need for the Board to fully understand the procedures and timescales and the CEO responded that a review of the issue highlighted had taken place and this was not a process issue, but due to the complex nature of the case.

Following discussion, and in order to triangulate evidence, it was agreed that Annie McMaster would review HR processes in a supportive manner to ascertain if any processes could be streamlined.

ii A community event had been arranged to take place at ATP in September 2022 and LAB member had discussed charging a nominal amount per family to attend.

The CEO had suggested that ATP part-fund the event and the Trust would fund the remainder in order that families didn't need to pay to attend.

A Board discussion took place and it was agreed that the event should be free of charge for families.

c. Any other business

Kate Pearlman-Shaw tendered her resignation from the Board effective August 2022 due to work commitments. Board members thanked her for the work that she had put into the Board and Trust.

d. 2022/23 Annual Calendar

The calendar for 2022/23 was approved by LAB members.

e. Date and time of next meeting

The next meeting of the Board was scheduled to take place on 15 September 2022 at 5.30pm – venue TBC.

21/22.65 CONFIDENTIAL

One item was deemed confidential and was recorded separately.