



**ABRIDGED MINUTES OF THE MEETING OF THE BOARD OF DIRECTORS HELD ON THURSDAY 6
DECEMBER 2018 AT LEEDS EAST ACADEMY, COMMENCING AT 5.30PM**

Present: Colin Booth, Lydia Devenny, Caroline Gruen, Erica Hiorns, Jane Pither (Chair), Darren Shickle, David Strachan, Andrew Whitaker (Executive Principal) excluding for Minute 18/19.26 and Craig Williams

In attendance: Toby Cale (Vice Principal) for Minutes 18/19.12, 13 & 22 only, Jane Dunkerley (Interim CFO) excluding for Minute 18/19.26, Karen Froggatt (Clerk to the Board) and Stuart Jolley (CFO Designate) excluding for Minute 18/19.26

The Chair welcomed Jane Dunkerley, Toby Cale and Stuart Jolley to the meeting.

PART 1

PROCEDURAL MATTERS

18/19.12 The Board noted that Caroline Gruen, Paul Morrissey and Claire Rix were absent from the meeting. Apologies had been received from Caroline and Paul due to illness.

18/19.13 **Declarations of interest in any matters**

There were no declarations of interests, other than those declared in the Register of Interests.

BOARD MINUTES AND MATTERS ARISING

18/19.14 a Minutes of meeting held on 4 October 2018

The Minutes of the previous meeting were considered. The following changes were agreed:

- re Minute 18/19.03g, it was noted that Erica Hiorns was not the Link Governor for Safeguarding and that Claire Rix was Link Governor for both Safeguarding and Health & Safety.
- re Minute 18/19.07bi, it was agreed that the word 'significant' in the first bullet point should be amended to read 'some', ie 'Some improvement [in Progress 8 measures] had been achieved compared to previous years'.

RESOLVED – The Minutes of the meeting held on 4 October 2018 were agreed as a correct record, subject to the two amendments agreed.

b Matters arising

i Summary of matters arising from previous meeting/s

The summary of matters arising was considered and the current status of each matter was noted.

ii Update re CFO appointment

The Executive Principal (EP) introduced Stuart Jolley, who would join the Trust as CFO on 7 January 2019.

Reference was made to an email circulated to Directors by the Clerk on 7 November 2018, which provided details of the proposal from the Selection Panel, including the proposed salary payable to Mr Jolley.

It was noted that the following resolution had been proposed on that date and had been supported by the Board:

'That Mr Stuart Jolley be appointed as Chief Financial Officer of White Rose Academies Trust'.

iii Other matters arising (if any)

There were no other matters arising.

INPUT FROM PRINCIPALS

18/19.15 The Chair reported that Christian Wilcocks had been scheduled to attend the meeting though was unable to do so due to a medical appointment. It was noted that he would attend the next meeting to give a presentation regarding curriculum development with Trust-wide implications.

ACTION – Christian Wilcocks to attend next Board meeting.

COMMUNICATIONS

18/19.16 a Chair's, Directors' and Executive Principal's communications

The following were reported and noted:

- that the Chair, EP and Colin Booth had had a positive meeting with members of the Regional Schools Commissioner's office since the last Board meeting
- that the Chair had attended an Academy Ambassadors' event in Leeds earlier that week, at which Lord Agnew had been present.

b Feedback from Local Accountability Board meetings

The Chair of Leeds East Academy referred to highlights from the recent LAB meeting and the EP referred to highlights from the recent Leeds West and Leeds City LAB meetings.

PERFORMANCE MANAGEMENT & SCRUTINY – SCHOOL IMPROVEMENT

18/19.17 a Data Dashboards for consideration between meetings

The Executive Principal reported that Data Dashboards for each Academy would be circulated shortly, along with a guidance document.

ACTION – Data Dashboards and a guidance document to be circulated for Directors' information.

b Academy Improvement Partner's Reports

Mark Feldman's reports relating to the following were received and noted:

- assessment, tracking and trends in Key Stage 3

- Academies' Careers Education Programmes.

It was noted that the reports had already been circulated to LABs for consideration.

The Vice-Chair referred to highlights from the reports. Discussion took place regarding the first report, ie, re the variation in the number of students who had been identified as being on track to achieve ambitious flightpath targets in 2017/18.

The EP responded to questions regarding variations by subject across the three academies and the reliability of the data.

With regard to the second report, a question was asked regarding reference in the final section to '.... many students commenting that they would benefit from an increase in overall career planning' In response to a question, the ability for the academies to draw on Leeds City College in respect of career progression was noted.

In addition, the EP responded to questions regarding the action being taken with vulnerable groups to address the final point of the 'common areas for development' in the last section.

It was noted that Mark Feldman's final reports would be provided at the February Board meeting.

ACTION – Further reports to be considered at February 2019 Board meeting.

It was noted that Mark Feldman had been invited to attend part of the Board Away Day on 12 January, in order to participate in discussions relating to governance.

With regard to the appointment of a School Improvement Advisor to succeed Mark Feldman, it was noted that Yvonne Hare, Head of Marketing & Projects, was arranging for the position to be publicised. It was agreed that the interviews with selected candidates would ideally take place on the afternoon of the 28 February Board meeting. It was further agreed that the interview panel would comprise the Chair, Vice-Chair, Craig Williams and David Strachan.

ACTION – Selected candidates for the position of Academy Improvement Partner would take place on the afternoon of Thursday 28 February (start time tbc).

AUDIT & FINANCE COMMITTEE

18/19.18 a Minutes of Audit & Finance Committee meetings

i Meeting held on 23 October

The Chair of the A&F Committee drew attention to highlights from the meeting held on 23 October 2018.

ii Meeting held on 28 November

The Chair of the Committee drew attention to highlights from the meeting held on 28 November 2018, which included consideration of the Annual Financial Statements, BHP's external audit report and the Annual Internal Audit Report.

b Approval of draft WRAT Financial Regulations

It was noted that the draft Financial Regulations for 2018/19 had been considered by the Audit & Finance Committee at its October meeting, further to which minor changes had been proposed (A&F Committee Minute 18/19.06c).

RESOLUTION – It was agreed that the changes proposed by the A&F Committee would be implemented and the revised Regulations adopted.

c Consideration of Annual Internal Audit Report

The Board received Armstrong Watson's Annual Report, which had been considered in detail by the Audit & Finance Committee. The Auditor's view that the outcomes of the audits had been 'sufficient' and 'adequate' was welcomed.

It was agreed that at the time of the review of the internal audit contract consideration would be given to the number of days' work commissioned.

ACTION – Consideration to be given to the extent of the internal audit commissioning at the appropriate juncture.

MANAGEMENT ACCOUNTS

18/19.19 a Report re year-ended 31 August 2018

The Interim CFO introduced a report relating to the Trust's financial position as at 31 August 2018. Discussion took place regarding the extent of the final year-end deficit by comparison to the June 2018 forecast.

Discussion also took place regarding capital expenditure and the closing capital reserves. The EP highlighted the need to draw on reserves in order to drive the level of improvement which the Academies required.

The EP referred to the financial stability achieved at Leeds West and Leeds City Academies, further to which there would be increased focus on Leeds East Academy.

Detailed discussion took place regarding the academies' revenue reserves, with particular reference to Leeds East Academy. The challenges which had arisen in finalising the Academy's year-end financial position were discussed. It was noted that the Academy Business Partner had left the Academy recently, further to which the Leeds West Academy Business Partner was providing support.

ACTION – Detailed financial update to be provided to the LEA LAB.

b Report as at 31 October 2018

A detailed report relating to the Trust's financial position as at 31 October 2018 (period 2) was considered. The Chair referred to the detailed review of the format having been undertaken.

In response to questions it was noted that the financial impact of the teachers' pay award was yet to be finalised and that further GAG income would be receivable in Spring 2019.

The EP responded to questions regarding the following:

- the negative budget variance at period 2 (relating to the number of students compared to projections)
- the volume of supply teachers used, which it was noted had reduced significantly.

It was noted that the Board would receive detailed management accounts at the next meeting, preceded by LABs receiving updates per Academy.

ACTION – Detailed Management Accounts to be provided to the next Board meeting and to the next LAB meetings.

ANNUAL REPORT & ACCOUNTS

18/19.20 a Consideration of BHP Audit Management Letter

The Board considered the Management Letter provided by BHP regarding the Annual Report & Accounts. It was noted that this had been considered in detail at the recent meeting of the Audit & Finance Committee.

b Consideration of Annual Report & Financial Statements

The Board considered the Annual Report & Financial Statements, which had been considered in detail at the recent Audit & Finance Committee meeting.

It was noted that the increase in related party transactions involving Leeds City College had been discussed by the Audit & Finance Committee and that BHP had confirmed that transactions had been provided at cost.

The Board agreed to adopt the Annual Report & Financial Statements, subject to minor changes discussed between the Chair and Interim CFO.

RESOLUTION – The Board adopted the Annual Report & Financial Statements for year-ended 31 August 2018.

The Chair thanked Jane Dunkerley for the work she had undertaken for the Trust in an interim capacity.

MANAGEMENT PERFORMANCE REVIEWS / REMUNERATION PROPOSALS

18/19.21 a 2017/18 Performance Management & Pay recommendations

The EP introduced a detailed which outlined performance management pay recommendations per Academy for 2017/18.

The EP responded to a range of questions regarding specific targets and achievements.

Discussion took place regarding the practice of paying performance related pay for the full year (rather than pro-rata), regardless of the length of service in the role. It was agreed that this be reviewed.

ACTION – Remuneration Policy to be considered, in order to review this practice and the assessment process more broadly.

RESOLUTION – The pay proposals outlined in the paper were agreed, with the exception of the increase in one instance.

The Glossary of Terms within the paper was welcomed.

b 2018/19 Performance Targets

The 2018/19 performance targets for each Academy were received and noted. In response to a question regarding the timing of the targets being set, it was noted that staff were already aware of these.

POLICIES REQUIRING APPROVAL

18/19.22 a ICT Acceptable Use Policy

Toby Cale introduced a proposed revision of the ICT Acceptable Use Policy. He reported that the policy reflected changes relating to GDPR.

The Board requested that minor changes be made to the policy, ie, to correct an error in clause 2.3.4 and to clarify that the policy also applied to Board members.

ACTION – It was agreed that the Policy would be adopted subject to the changes outlined and would be implemented with immediate effect.

b Charging Policy

Toby Cale also introduced a proposed Charging Policy, which would replace the former version.

The Board requested that the policy be named 'Charging and Remissions Policy' and that content relating to remissions be added.

ACTION – It was agreed that the Policy would be adopted subject to the changes outlined and would be implemented with immediate effect.

GOVERNANCE MATTERS

18/19.23 a Appointment of LAB members

The Board ratified Steve Kelly (Leeds City College appointee) joining the LCA LAB.

b Link Governor Reporting Cycle & guidance

Deferred to next meeting due to time constraints.

c Update re Governance Portal

The EP reported that the Governance Portal would be available to the Board and LABs with effect from January 2019. It was noted that WRAT email addresses would be circulated in advance of this and that guidance notes would be produced by Toby Cale, Vice-Principal.

The EP reported that documents accessed via the portal would be projected at the meetings.

ACTION – Governance Portal and related actions to be addressed in advance of the next LAB and Board meetings.

d Updated compositions / vacancies re Board, A&F Committee and LABs

The Board received and noted updated schedules showing the composition of each body. The following was noted:

- Trust Board – it was noted that there were two vacancies; one for a Member-appointed Director and one for a Sponsor-appointed

Director. It was noted that the Leeds City College Board's approval of Kate Pearlman-Shaw being appointed to the Trust Board as a Sponsor-appointed Director (and subsequently appointed as Chair of Leeds West LAB) was being sought

- Audit & Finance Committee – one Director (excluding the Chair of the Board) and one co-optee to be sought
- Leeds City Academy LAB – the Board ratified Steve Kelly (Leeds City College appointee) joining the LAB. It was noted that there was a vacancy for a Parent Governor.
- Leeds East Academy LAB – one Parent Governor vacancy and one Board-appointed vacancy (increasing to two after the resignation of Ian Billyard on 31 December 2018)
- Leeds West Academy LAB – one Board-appointed vacancy and the vacancy for the Board-appointed Chair (which it was intended would be Kate Pearlman-Shaw).

ACTION – Update on compositions to be provided at next Board meeting.

e Plans re Board self-evaluation

Deferred due to time constraints.

ACTION – Deferred for future consideration.

f Proposals re Board / Director training and development

Directors confirmed that they had received log-in details from the National Governance Association (NGA), to provide access to the NGA website and online learning modules.

Other matters relating to Board Training and development were deferred due to time constraints.

ACTION – Deferred for future consideration.

OTHER MATTERS

18/19.24 a Update re catering project

Craig Williams reported on the two meetings of the Catering Project Working Group which had been held to date. It was noted that three potential catering providers would be presenting proposals to the Group on 14 December, further to which a specific proposal would be submitted to the Board at the Away Day for approval.

ACTION – Recommended provider to be proposed to the Board at the Away Day on 12 January 2019.

b LEA Capital Expansion Project (standing item)

The EP provided an update on the Leeds East Academy expansion project, which was scheduled for completion by 2023/4, resulting in a total of 1500 students.

It was noted that public consultation would take place in January and February 2019 and that specific proposals would be submitted to the Board in due course.

Discussion took place regarding the various considerations involved in the expansion and the achievability of the timelines relating to the first phase.

ACTION – Update to be provided to the next Board meeting.

c LCA CIF bid

The Board considered a paper relating to a Condition Improvement Funding (CIF) bid to replace the heating boilers and fire doors at Leeds City Academy.

It was proposed that a Salix interest-free loan should be obtained, in addition to an allocation being utilised from reserves.

Discussion took place regarding the nature of the work required.

It was noted that the proposal had been supported by the LCA LAB.

RESOLUTION – The Board supported the planned CIF bid, the application for a Salix loan and the allocation from reserves.

d Any other business

The EP referred to there having been three malicious activations of the fire alarm at Leeds East Academy. It was noted that this wasn't typical and that the Senior Leadership Team were addressing the matter.

MEETING ARRANGEMENTS

18/19.25

The following meeting dates were confirmed:

- Saturday 12 January 2019 (Away Day) at Leeds City Academy, commencing at 9 for 9.30am
- Thursday 28 February 2019 at Leeds West Academy, commencing at 5.30pm.

PART 2

EXECUTIVE PRINCIPAL'S PERFORMANCE REVIEW / REMUNERATION

18/19.26

In a confidential session, the Board discussed in detail the performance of the Executive Principal, his 2018/19 objectives and his remuneration.

The meeting closed at 8.08pm.