



ABRIDGED MINUTES OF THE VIRTUAL EXTRAORDINARY MEETING OF THE WHITE ROSE ACADEMIES TRUST (WRAT) BOARD OF DIRECTORS HELD ON TUESDAY 27 SEPTEMBER 2022, COMMENCING AT 4.00PM

Minutes have been abridged to take account of confidential and commercial interests.

Present: Annie McMaster, Caroline Gruen (left prior to the end of the meeting, noted in minutes), David Strachan, Craig Williams, John Leach

In attendance: Charlotte Antoniou – Browne Jacobson (left prior to the end of the meeting, noted in minutes), Kate Archer – Clerk

PROCEDURAL MATTERS

22/23.3 PROCEDURAL MATTERS

a. Apologies for absence & welcome

No apologies were noted.

Annie McMaster (AMC) welcomed everyone to the meeting.

b. Declarations of interest

No declarations of interest were noted

22/23.4 ITEM 1

a. CONFIDENTIAL ITEM

This item was deemed confidential and is recorded separately.

b. Appointment to the role of Chair

The Board discussed whether it needs a Chair and the options for this.

CA advised that the board does need a Chair. This could be an Interim Chair.

AMC said that as Interim Vice Chair she would be happy to be the Interim Chair.

The Board agreed to appoint a Chair from the existing group and that this should be AMC who would act as Interim Chair.

Resolved: The Board approved AMC as Interim Chair.

CA said that the Board needs to demonstrate that it is doing everything properly and procedurally. They should ask ESFA for help as three Chairs have now gone.

The Board agreed with this action.

Action: CA to have a conversation with Kevin Mothersdale, ESFA, to reiterate that the group is trying but needs help.

AMC said that there had been an investigation by the ESFA but no significant issues raised in relation to the WRAT itself. ESFA have issued a warning letter and action plan which is being progressed. The Board requires confirmation from ESFA that the de-coupling is still intended and support is required for the board.

Did the joint meeting with Luminate, EFSA and WRAT planned for today take place?

Action: To understand whether the meeting took place and the outcome.

As part of conversations the board should:

- Look at how ESFA can strengthen the board and appoint a new Chair.
- With regards de-coupling from Luminate, discuss how that should happen.

CA said that support on the de-coupling should come from ESFA. They may consider putting in an Interim Executive Board.

Action: The Interim Chair and CA to hold a separate call to discuss further.

CA clarified terminology in advance of future discussions:

- A re-brokerage is dictated by ESFA. ESFA may force a re-brokerage.
- A merger involves growth of the trust by taking on additional schools, joining another MAT or a transfer into another MAT.

CA said that the situation is difficult, not what board members signed up for and not about the students.

Charlotte Antoniou left the meeting at this point.

c. Communications

Communications were discussed.

The Board agreed that a short and simple statement along the following lines should be used:

'Phil Wheeliker has had to step down, we are very grateful and wish him success in future governance roles'. Then arrangements going forwards, 'Annie McMaster is stepping up as Interim Chair'.

The following actions were agreed:

Action: Clerk to notify bodies of appointment of AMC as Interim Chair.

Action: Interim Chair to catch-up with Sam Bradley on progress with the ESFA action plan.

d. CONFIDENTIAL

This item was deemed confidential and is recorded separately.

e. ITSS contract

The position with the ITSS contract was raised. A working group had been established but not yet met. The ITSS contract is on the agenda for discussion at the ARF committee meeting on 11 October.

It was noted that Management should bring the proposal to the Board. Responsibility should pass to Sam Bradley but with the request to keep the Board informed.

22/23.5 Any other business

No other business was raised.

The Interim Chair thanked board members for attending.

The meeting concluded at 5:10