



## **External review of governance**

East Midlands Regions Group

## **Aspire Multi Academy Trust**

July 2023

<b>NLG</b>	Mark Blois
<b>Trust</b>	Aspire Multi Academy Trust
<b>Chair</b>	Peter Golightly
<b>CEO</b>	Kate Watson
<b>Governance professional</b>	Susan Harrison
<b>Key contact</b>	Peter Golightly/ Kate Watson
<b>Commissioned by</b>	East Midlands Regions Group
<b>Date review commenced</b>	17 April 2023
<b>1. Reason for the review</b>	
1.1. The trust is in the process of growing and the East Midlands Regions Group considers that it may benefit from support to improve governance. The trust was given approval to expand at the Advisory Board on 18 January 2023, with the recommendation of an ERG to advise the trust on governance as the trust grows, including imminently becoming sponsors of the Langar C of E Primary School.	
<b>2. Background information</b>	
2.1 Aspire Multi Academy Trust is a mixed C of E primary only MAT approved by the Southwell & Nottingham Diocesan Board of Education that was created in February 2014 with Archbishop Cranmer and East Bridgford St Peters as its founder schools. The trust has subsequently taken on five more schools, most recently Winthorpe Primary School in November 2020. Currently the trust comprises of 7 schools, responsible for over 1600 pupils, situated across Nottingham, Mansfield, and Newark, three of which have had very recent successful Ofsted inspections. The trust's current academies are as follows:	

School	Joined	Phase	Ofsted	Other info
Archbishop Cranmer Church of England Academy (Primary)	1 February 2014	Primary, Academy converter	No data available  (Pre-academy conversion, primary school received Outstanding in 2009 inspection)	Nottinghamshire LA
East Bridgford St Peters Church of England Academy (Primary)	1 February 2014	Primary, Academy converter	Good with Outstanding Features (Last inspection: April 2022)	Nottinghamshire LA
Kirkby Woodhouse School (Primary)	1 May 2017	Primary, Academy converter	Good with Outstanding Features (Last inspection: June 2023)	Nottinghamshire LA
Sir John Sherbooke Junior School (Primary)	1 April 2017	Primary, Academy converter	Good (Last inspection: November 2019)	Nottinghamshire LA
Gunthorpe Church of England Primary School (Primary)	1 August 2017	Primary, Academy converter	Good (Last inspection: October 2021)	Nottinghamshire LA
Oak Tree Primary School (Primary)	1 December 2018	Primary, Academy sponsor led	Good (Last inspection: June 2023)	Nottinghamshire LA
Winthorpe Primary School (Primary)	1 November 2020	Primary, Academy converter	Good (Last inspection: 14 March 2023)	Nottinghamshire LA

2.2 The trust considers that it will be necessary to grow to pupil numbers of around 3,000 in order to achieve sensible economies of scale and for the trust's finances to be on a secure footing. On this basis the trust currently has a publicised vision to expand in the East Midlands, initially to fifteen primary schools, and to achieve this growth by 2025.

2.3 The trust's articles of association and master funding agreement are currently being updated to the new DfE models to allow the trust to expand with new converters and to allow the board to expand. In the meantime, the board has approved the conversion of two further primary schools to join the trust in the near future. Langar C of E Primary

School will join Aspire as a sponsored academy in the autumn 2023 and another school is in advanced discussions with Aspire as a voluntary convertor.

### 3. The governance framework

#### 3.1 Current information identifies the following:

	Name	Appointed by (ref articles)	Listed Companies House	Listed GIAS	Listed trust website
<b>Members</b>	Rev Canon Mark Tanner	Members	N/A	P	P
	Martin Cooper	Members	N/A	P	P
	Peter Golightly	Members	N/A	P	P
<b>Directors</b>	Peter Golightly	Members	P	P	P
	Claire Meese	Members	P	P	P
	Colin Anderson	Members	P	P	P
	Keith Daniell	Members	P	P	P
	Nigel Frith	Members	P	P	P
	Richard Sewell	Members	P	P	P
	Kate Watson	Members	P	X	P
	Matt Clarke	Members	X	X	P
	Benjamin Potgieter	Members	X	X	P
	James Henry	Members	X	X	P

- There are currently three members appointed by the Diocese. The chair of the board of directors is one of the members.
- The board of directors has for some time consisted of seven directors but three new directors were confirmed into post in July 2023 taking the board to ten. There is no overlap between the directors and LGB governors, the last remaining overlap having been removed when the chair of directors stepped down as the very longstanding chair of East Bridgford St Peters Church of England Academy in 2022.



- The board operates with two issue based committees, these being a Finance & Workforce Committee and a Standards Committee.
  - All the trust's schools have local governing bodies (LGBs) apart from Oak Tree Nursery & School, Mansfield, which currently has an Interim Executive Board.
  - The trust's CEO, Kate Watson, was appointed in September 2022, at which time she was headteacher of Oak Tree Primary School. She has worked as an Executive Head and a consultant Headteacher in both church and non-church schools across Nottinghamshire, including schools within the trust. The CEO is one of the board of directors although this is not currently accurately reflected on GIAS.
- 3.2 The CFO, Heather Detheridge, is a qualified chartered accountant and has been in post as the CFO at Aspire Multi Academy Trust since 2017. Her post incorporates both COO and Finance Director roles for the trust.

#### 4. The external review process

- 4.1 Following appointment on 21 February 2023 an initial scoping meeting was held on 17 March 2023 with the chair and CEO as a precursor to the ERG process commencing substantively at the start of the summer term as agreed. Detailed research and document review of governance documentation was then carried out. Semi structured interviews were carried out with the following people involved in various aspects of the trust's governance:
- Peter Golightly – member, director & chair of board of directors
  - Keith Daniell – director & vice chair
  - Claire Meese – director
  - Richard Sewell – director
  - Kate Watson – CEO & director
  - Peter Short – chair of LGB, Sir John Sherbrooke Junior School
  - Tara Cook – chair of LGB, Gunthorpe C of E Primary School
  - Ruth Maddison – chair of LGB, Kirkby Woodhouse School
  - Richard Swallow – chair of governors, Langar C of E Primary School
  - Heather Detheridge – CFO
  - Clerk – Sue Harrison
- 4.2 Additionally, an in-person observation of the board of directors meeting took place on 13 July 2023 and a presentation of findings meeting took place on 17 July 2023.



## 5. Key message

5.1 In terms of the board carrying out its three core governance functions, the trust's board:

- (a) Has a very clear vision and ethos and a clear set of strategic aims which are strongly and clearly understood and respected by both members and directors. Work is underway to transition the trust to a refreshed mission statement and new core purpose statement. In terms of translating these aims into strategic governance action, the trust plans to discuss a new three year Strategic Plan at the board's planned autumn away day which will distil the vision and values into both a plan that should support the trust's board to have genuine ownership of the trust's strategy and further increase the effectiveness of how it prioritises, reviews and monitors progress against it.
- (b) Is delivering strong accountability of the executive function in terms of educational improvement. The board benefits from a number of directors who have a very good understanding of education performance data and there is engaged and focused scrutiny and discussion about pupil outcomes by all directors who actively consider and challenge the key information and KPIs in relation to development and progress of the schools in the trust.
- (c) Is maintaining robust oversight of the trust's finances and challenging the trust executive to ensure that they are taking full responsibility for its financial affairs, stewardship of assets and using resources efficiently to maximise outcomes for pupils. The board's capacity in terms of financial scrutiny has been further enhanced by the recent recruitment of a further director who has specific financial expertise and experience in an education setting.
- (d) The board is of a sensible size and comprises of a good mix of new and long serving directors and a diverse range of skills, experience and aptitudes thanks in part to the recent targeted recruitment of three new directors guided by the findings of skills audits. The directors understand the strategic nature of their role and demonstrate the judgement and confidence to effectively hold the executive leaders to account.
- (e) The board is a group of directors who blend well and perform together as a motivated and engaged team and three new directors are likely to be integrated effectively. The board benefits from leadership of a skilled and committed chair, who is highly committed to the trust and provides strong and effective leadership and direction to the governance of the trust.
- (f) Local governing bodies feel a strong sense of belonging and collegiality from the trust and are valued and well supported.
- (g) Overall, it is considered that the trust board is delivering very effective governance and I am confident that it will actively reflect on this report's evaluation and act upon its recommendations as part of its ongoing commitment to improving the effectiveness of the trust's governance and the children's outcomes the trust supports.

## 6. Findings

6.1 Findings are organised with reference to the DfE's Competency Framework for Governance and the six features of effective governance.

### 6.1.1 Strategic leadership

(a) Aspire Multi Academy Trust (Aspire) is a trust that has a very clear vision and ethos. The trust has a clearly articulated vision statement, created by the leadership of East Bridgford St Peters Church of England Academy around ten years ago, which is to "promote the profound personal development of all our children". This vision statement underpins the trust's ethos which is articulated in a set of guiding principles that flow from the position that each academy is a 'Take Care School', one that takes care of "our self, each other, the world and our work". These guiding principles are:

- Maximise children's learning and growing
- For children... for all
- Working hard to be the best we can be
- Together in achievement

(b) The principles are adaptable in the context of a mixed MAT because they are all based on strong Christian principles such that they can be explicitly linked to scripture in the trust's church schools or can be free standing within the non-church schools. All academies within Aspire then share a common vision and set of strategic aims as part of the trust's 'Beyond Expectation' excellence model as follows:

- to maximise the opportunities for all our pupils, raising their aspirations to help them succeed and thrive in our academies.
- to provide strong support to help our headteachers and their staff focus on pastoral and academic excellence.
- to provide an environment in which all of our pupils, colleagues, parents, volunteers and members of the wider community feel valued.
- to ensure our 'take care' ethos is embedded in everything we do and is reflected in all aspects of the curriculum offered.
- to focus on the academic development of our children within a curriculum framework that also pays close attention to their personal development.
- to develop pupils' abilities to make informed choices, solve problems and make decisions.



- (c) It is clear that the trust's existing vision and values are strongly and clearly understood and respected by both members and directors. However, this vision and ethos had been in place for ten years when the current CEO was appointed in September 2022 and sensibly the trust has recently decided that in light of changes of personnel in key roles in the trust since that time, including affecting the CEO, headteachers and chairs of LGBs, and in response to the new Statutory Inspection of Anglican and Methodist Schools (SIAMS) framework coming into force in September 2023, it is the right time for the trust to revisit its vision, values and ethos.
- (d) As such the trust is currently in a period of consultation and transition to a new mission statement and core purpose statement, which the CEO has designed with a view to introducing a 'humbler, simpler, bolder' vision that will help embed more Christian Distinctiveness and theologically rooted Christian vision into the trust's ethos.
- (e) Additionally, and importantly the CEO is currently working on a three year Strategic Plan for the period 2023-26 which will help to translate these aims into specific, measurable objectives. The draft Strategic Plan identifies a series of priorities across the areas of quality of education, leadership & management, personal development, behaviour & attitude, finance & operations and Christian distinctiveness. Each of the priorities has associated actions, outcomes and evaluation methodology. The recent successful outcome of a TCaF bid will now enable the Strategic Plan to be completed in draft form and the draft will then be discussed and adopted by the board at its forthcoming autumn away day.
- (f) Once the vision and values refresh has been completed and the three year Strategic Plan finalised and adopted by the board, the board will then be able to have real ownership of the trust's strategy. This will also create the governance conditions to promote greater integration between the three core governance functions of ensuring clarity of vision, ethos and strategic direction, holding executive leaders to account for the educational performance and overseeing the financial performance so that educational and financial performance are tracked by the board as a means of delivering Aspire's vision, rather than as an end in themselves. It also should support the trust's board to further increase the effectiveness of how it prioritises, reviews and monitors progress against the trust's strategy and thereby demonstrate that it is delivering genuine strategic leadership that sets and champions the trust's vision, ethos and strategy.

### 6.1.2 **Accountability**

#### (a) **Members**

- (i) The two Diocesan connected members are Martin Cooper, Chief Executive of Southwell & Nottingham Diocese and Rev Canon Mark Tanner, chair of the Diocesan Board of Education. The chair of the board of directors, Peter Golightly is the third member. The current



articles create a presumption that meetings of the members will be chaired by the chair of the board of directors where he is in attendance.

- (ii) As to how the members perform their roles and responsibilities in practice, the Academy Trust Handbook stresses that it is important for members to be kept informed about trust business so they can be assured that the board is exercising effective governance and leadership of the trust. The trust's Articles of Association require the holding of an AGM and it is the practice of the members layer of governance of Aspire to meet only once a year and for the purposes of this AGM.
- (iii) The chair of the board of directors would like to see the members start to hold a further meeting each year in addition to the AGM in order for the members to have increased opportunities for vigilance. However, in addition to the more administrative functions of the AGM, at Aspire a significant section of the AGM agenda that provides for consideration of the current and future development of the Aspire MAT. This demonstrates that the trust's members have a good understanding of their specific roles and responsibilities within the overall governance arrangements of the trust.

(b) **Board of Directors**

**Educational improvement**

- (i) The capacity and expertise of the board to scrutinise educational progress includes Claire Meese, a former primary school headteacher, Ofsted inspector and Diocesan Director of Education and Nigel Frith, who is the current Diocesan Director of Education and formerly the Principal of a secondary school in Northern Ireland. This is supplemented by the experience of the chair who has 35 years of experience serving in school governance roles. These directors play an important part in the ability of the board to hold the CEO to independent account by ensuring good scrutiny, discussion about pupil outcomes and triangulation of educational improvement information.
- (ii) The capacity of the wider board to provide a high quality of accountability around educational improvement is enhanced by the trust's 'buddy system' under which each director is attached to one of the trust's academies. The responsibilities of a director under the 'buddy system' are to speak to the headteacher every half term and to visit the academy in person annually. This approach is demonstrative of a genuine commitment on the part of the directors to maintain a good level of understanding of local academy context. The approach of sometimes starting board meetings with a briefing from a headteacher and/or LGB chair from one of the trust's academies is also valuable for maintaining a meaningful and informed level of connectivity and real time understanding between



the board and its academies both now and as the trust continues to grow.

- (iii) Aspire's school improvement model is premised on ensuring appropriate levels of monitoring and challenge, support and system leadership and intervention and relies on an evidence base based primarily on a SEF tool completed in the summer term. New documentation for the purpose of governance of educational improvement has recently been agreed by the Standards Committee that will for each academy combine into a single document the SEF with a Headteacher report and some of the academy's SDP priorities. This documentation also provides a good summary of each school's position for the benefit of board and LGB governance activities.
- (iv) With a view to the trust's growth plans and limitations on board capacity, it is recommended that it would be sensible for the board to start reflecting on what will be the right level of detailed information to be provided to directors at full board and in the Standards committee. They key will be to develop a balanced approach to the level of detailed information that directors are asked to engage with that will satisfy a range of criteria including the need to facilitate a suitable compliance audit trail and proportionality of production time for the executive and directors. It will be important the board increasingly considers educational improvement and standards on an aggregated and strategic basis and refrains from engaging in granular detail other than by exception.

### 6.1.3 Financial oversight

- (a) The capacity and expertise of the board to provide financial oversight has been solid based on the availability of board members whose skills and experience has included business management, and public sector finance. There has also been a good level of confidence among the other existing directors so that they play their part in monitoring, challenging and assurance in relation to finances and triangulation of information around financial performance independently of the CFO. However, the board has now made arrangements to enhance its capacity in this area with more specific financial skill and expertise through the appointment as a new director of the Finance Director from Loughborough University.
- (b) In terms of accountability more generally, the DfE Governance Handbook encourages executive leaders to uphold the obligation to give account, accept responsibility and work proactively with those responsible for governance to establish an effective cycle of reporting, robust challenge and accountability. The CEO and CFO are fully committed to doing this, with both attending full board meetings and reporting to them separately.

#### 6.1.4 People

##### (a) Right people round the table

- (i) The board has evolved over time from a largely representative model at its establishment to the current skills-based model over the last few years. The skills and experience represented by the directors has included legal, business management, training, public relations, public sector finance, team leadership, school governance, educational strategy and management, school development and improvement, church schools and diocesan MAT development, and Christian leadership.
- (ii) However, the chair has been conscious for some time that the size of the board should sensibly be increased to around ten and he has therefore been making efforts to recruit suitable additional directors. The board's most recent skills analysis identified that there were three areas of professional expertise not currently directly represented by directors. On this basis the additional recruitment has been smartly targeted in the areas of finance, HR/workforce planning and estate planning/management.
- (iii) The Diocesan Board of Education mandates a majority practising Christian composition of both the trust's members and Board of Directors and this has meant that recruitment has needed to be focused on a slightly restricted constituency. However, happily, these efforts have recently been successful. There are about to be three high quality new director appointments in terms of financial and operations expertise and capacity.
- (iv) In terms of board composition more generally, the CEO is herself also a director. the trust's Articles of Association provide that if the CEO agrees then the members may appoint them as a director. While the DfE's strong preference is that no employees other than the trust's senior executive leader should serve as directors, in order to retain clear lines of accountability, it is not a regulatory requirement that the CEO not be a director. However, the most recent new model Articles of Association for academies includes a footnote that explains that members should carefully consider the benefits and risks of appointing the senior executive/CEO as a director, seeking evidence to support their decisions.
- (v) Given the aforementioned DfE policy development it is recommended that the board keep this position under periodic review. Currently the board's view is that it enhances the board's effectiveness to have the CEO included as a director, and I also consider that to be the case at the current juncture. However, it will be important that the board can continue to demonstrate that it has an up to date and considered view on the arrangement that is right in this respect for the trust's own governance arrangements.

- (vi) Overall current directors clearly understand the strategic nature of their role and demonstrate the judgement and confidence to effectively hold the executive leaders to account. They do so with sophistication and touch, combining robust scrutiny with a commitment to positively adding value and capacity to the CEO and senior executive in the delivery of their roles.
- (vii) However, the gender and ethnic diversity of the composition of the current board is limited and ought ideally to be developed as it does not reflect the communities the trust's academies serve. The board is heavily dominated by white males and all three new directors also fall into this demographic category. The Department for Education (DfE) recognises that diversity is important and wants governing boards to be increasingly reflective of the communities they serve. Since April 2023 the DfE now encourages schools and trusts to collect and publish diversity data about the board and any local governing bodies. The chair and the board openly acknowledge the importance of this issue and have been actively seeking to address this over the last couple of years. Notwithstanding the known challenges of diverse director recruitment, they have still expressly committed that in achieving an effective, broad skills-based membership, they will also continue to give active consideration to developing a wider demographic and gender balance.

**(b) An effective team**

- (i) I was highly impressed with the engagement and commitment exhibited by the directors I interviewed and also those I met at the board observation. Taken together, they are a director group who gel and blend extremely well as a coherent and effective team that is capable of performing together as a motivated and engaged group.
- (ii) Only three of the original seven directors are currently members of the board and therefore the board has a good mix of old and new members that can mitigate against the risks of group think. The chair recognises the importance of regular in person opportunities for all the directors to work together as being important in order to ensure that the board is able to continue to nurture the inter-relationships that will sustain its performance as an effective team. Therefore, post Covid at least five of the six board meetings each year take place in person.
- (iii) With three new directors having very recently joined the board it will be important that the new board of directors group have opportunities to get to know each other properly as colleagues so that they can develop the strong the relationships that will enable them to work together collaboratively to achieve the trust's strategic goals underpinned by a solid understanding and respect for each other's roles and circumstances.



(c) **Chair**

- (i) The role of the chair is of exceptional importance in terms of setting the tone of the trust's governance and expectations in terms of high standards of governance effectiveness. The Aspire board is chaired by Peter Golightly. Peter is a retired hospital pharmacist with 20 years' experience in senior NHS management and working at a national level. As such he brings significant experience of public sector management, finance and workforce planning to his role. He also has around 35 years' experience of volunteering in school governance, including previously as chair of East Bridgford St Peters.
- (ii) Peter is not only a highly skilled, experienced and well-informed chair but is deeply passionate about Aspire and about giving children the best opportunities in life. He demonstrates an exceptional level of commitment to giving the board strong leadership and direction. He is hugely respected by his board colleagues and seen as diligent, fastidious, well prepared as well as highly collaborative and able to lead board meetings very effectively. This includes facilitating the progress of board meetings to draw down on the full range of skills and views around the table.
- (iii) There is also clear evidence at Aspire of a mutually respecting chair-CEO relationship between two individuals who are highly committed to education and the communities that the trust serves. At this stage in the trust's development the CEO is leading both the trust's school improvement activities as well as holding the legal accountability for the wider aspects of the trust that comes with her position as the accounting officer. The trust's central team capacity is currently small but the trust recognises the need to develop this in order to enable the trust to grow successfully. Modelling has been carried out and a successful application for trust capacity funding (TCaF) has been made and in the meantime an Operations & HR Officer, Vanessa Nutter, has been appointed on a two day week basis. The chair understands that at this time the CEO bears a very significant workload and in their day-to-day relationship he particularly seeks to provide support, challenge and capacity around the business and operations side of the trust's activities.
- (iv) Aspire's chair normally serves up to two 4-year terms of office. In exceptional circumstances a third (partial or complete) term can be served. Peter has recently been re-appointed as chair of the trust for a further third term of office period and has now been chair of the trust for 9.5 years. Peter has shown an incredible commitment to the trust during that period.
- (v) Given the fundamental importance role of the role of chair in setting the highest expectations for professional standards of governance and accountability for the board, succession planning for the role is always a key responsibility of the board. The purpose of succession planning is to make sure that a trust will always have the right leaders

in place should a change happen quickly and requires trusts to take the necessary steps to prepare.

- (vi) Peter acknowledges the importance of the trust developing a succession plan for the role of chair in order to provide both continuity and development. At this time he is still energised and excited about the trust's future and plans to continue to give generously of his time to the trust, in particular in order to support the recently appointed new CEO to embed herself into the trust.
- (vii) However, it is understood that Peter has sensibly given the board an indicative timeline in terms of his stepping down as chair so that the board can plan for succession accordingly. In doing so one issue that the board is recommended to consider is designing a role description for the role of chair of Aspire. This is because it should be recognised that the time-intensive approach adopted by the current chair would be unlikely to be feasible for someone who is not retired and as such consideration ought to be given to the merits of developing a more distributed model of leadership of the board that will support viable succession planning.

**(d) Governance professional/clerk**

- (i) In terms of Aspire's arrangements for governance support the trust does not currently have its own Governance Professional and instead contracts with the local authority to benefit from the clerking services of Sue Harrison, who is an employee of Nottinghamshire County Council Governor Services. Sue has provided clerking services to Aspire since 2019 and currently clerks meetings of the board of directors and five of the trust's seven academies. The board's committees are minuted from within the trust's secretarial capacity and the other two Aspire LGBs are clerked by another member of Nottinghamshire County Council Governor Services.
- (ii) While the clerking support provided under the trust's current arrangements is efficient, there is likely to need to be investment in a more involved level of support as the trust grows. As the Academy Trust Handbook explains, a governance professional is an essential part of the 'toolkit' of directors and contributes to the efficient functioning of the board by providing guidance to ensure the board works in compliance with the appropriate legal and regulatory framework and independent advice on procedural matters relating to operation of the board.
- (iii) The current support to the chair and the board is more of an administratively focused clerking service than a governance professional supporting the strategic development of governance across the trust. It is envisaged that as the trust grows further increased governance support capacity and expertise will be required to observe and track the development of key governance themes in

the wider trust, reinforce consistency and quality, and promote organisational cohesion in terms of governance.

- (iv) The high level of competence, commitment and self-sufficiency of the current chair currently to some extent mitigates the risks that the trust faces from the current lack of capacity for more comprehensive governance professional support. To this extent the current governance support arrangements are another aspect of the generous time-intensive approach adopted by the current chair.
- (v) As discussed elsewhere in this report the trust plans to expand its central team progressively as the MAT expands and it is recommended that as part of this project the board should explore options for further developing this aspect of the effectiveness of its governance support arrangements, both in order to develop a strategic aspect to its governance support and as part of developing a more distributed model of leadership of the board.

#### 6.1.5 Structures

##### (a) Members

- (i) The current articles of association of the MAT mandate a minimum of three members, one of which is a diocesan corporate member and two of which are position defined, namely the chair of the Diocesan Board of Education and the chair of the Board of Directors. It is understood that following some earlier resistance the members have now formally agreed to expand the number of members from three to five, in line with the DfE's strong preference, maintaining a Diocesan majority whilst addressing issues of equality and balance. The chair of the board of directors is keen for the Diocese to progress this project and this will be provided for in the trust's new Articles of Association. Additionally, the DfE has a strong preference, expressed in the Academy Trust Handbook, for a majority of members to be independent of the Board of Directors. As only one of the members is also currently a director the trust is in line with this position.

##### (b) Directors

- (i) The current Articles of Association of the MAT mandate a minimum of five diocesan approved directors/directors. DfE advice on size is that academy boards should be no larger than they need to be to have all the necessary skills to carry out their functions effectively, with everyone actively contributing relevant skills and experience. The board of directors now comprises of ten directors. This size is a sensible compromise enabling the board to be cohesive and dynamic and act decisively while also having depth and resilience. The board is able to demonstrate how it acts decisively in order to protect the trust's academies and their children.



- (ii) Save for in one specific case where Colin Anderson has been chair of the IEB at Oak Tree all of the other directors have been independent of the LGBs since the chair of directors stepped down as the very longstanding chair of East Bridgford St Peters Church of England Academy in 2022. Colin will stand down from the IEB when a full new LGB is established.
- (iii) A board must meet regularly enough to discharge their responsibilities and ensure robust governance and effective financial management and the Academy Trust Handbook requires that where a board meets less than six times a year, it must describe in its governance statement accompanying its annual accounts how it maintained effective oversight with fewer meetings. The Aspire full board meets six times a year, a minimum of five of which are held in person. Board meeting agendas are organised around the themes of strategy & leadership, education, standards & ethos, finance, workforce & estate and governance. Information considered and discussions had at board meetings are thorough and comprehensive and there are high levels of director participation, who are adept in flexing their contributions between support and challenge of the senior executive.
- (iv) The board delegates to two issue-based committees, namely a Finance & Workforce Committee and a Standards Committee. This is an appropriate committee structure and remits for the size of the board and the underlying trust. Both committees meet at least termly via Zoom. Both these committees have brief Terms of Reference but these do not currently accurately reflect the remits of the committees to the extent to which they now function. As such the trust has recently undertaken a revision of the Terms of References and including expanding them in order to more accurately reflect the current remits and roles of the committees, including changing the name of the Standards Committee to the Standards & Values Committee. A draft of the revised Terms of References was initially considered and approved by the board at its meeting on 13 July 2023.
- (v) The current Standards Committee is responsible for implementing MAT board strategy within the academy, monitoring overall school and staff performance, ensuring compliance with safeguarding policy, and inputting into appropriate MAT policies and standards. Membership of the Committee is currently comprised of Claire Meese, Colin Anderson, Nigel Frith, Peter Golightly and the CEO. The committee is chaired by the CEO, and it is understood that her predecessor as CEO did the same.
- (vi) There are no concerns that this arrangement has had any adverse impact on the effectiveness of the trust's governance to date but during the ERG I have identified that there is a clear conflict of interest in this arrangement and that it should be changed. The trust fully accepts this and as a result of feedback provided during the ERG has already arranged to change the identity of the chair of the Standards



committee. The revised Terms of Reference discussed above include provision that the chair of the Committee who will not be a trust employee. For the avoidance of doubt this recommendation is in no way connected to any concerns regarding the integrity of the CEO, who is undoubtedly a talented and compelling CEO of the trust.

- (vii) The current Finance & Workforce Committee is responsible for local site, health and safety, non-senior staff appointments, budget expenditure and oversight of personnel issues. Membership of the Committee is currently comprised of Peter Golightly, Rich Sewell, Keith Daniell, the CEO and the CFO but its membership is planned to be expanded further in early course to take advantage of some of the finance, HR and estate management skills and experience among the three new directors. The Finance & Workforce Committee is chaired by Peter Golightly, the chair of the board.
- (viii) The trust has considered on an annual basis, but not yet actioned, adding a separate Audit Committee into its governance structure. The Academy Trust Handbook prescribes that trusts with an annual income over £50 million must have a dedicated Audit and Risk committee. Other trusts can combine audit and risk with another committee, such as finance, and this is Aspire's current approach. The revised Terms of Reference make express that Audit Committee responsibilities are the responsibility of the Finance & Workforce Committee. However, certain of the trust's other existing governance documentation makes references to an existing Audit Committee and this ought to be corrected so that it is clear where this important governance responsibility sits.
- (ix) An academy Board of Directors has a duty to identify and review the risks to which the academy is exposed and to ensure that appropriate controls are in place. The DfE Governance Handbook identifies risk as a key component of effective strategic leadership, encouraging boards to set and manage risk appetite and tolerance, ensure that risks are aligned with strategic priorities and improvement plans and that appropriate intervention strategies are in place and risk management is embedded at every level of governance.
- (x) The role and responsibility of the Finance and Workforce in terms of risk management is helpfully expressly set out in the revised Terms of Reference described above, which details that the Committee is responsible for agreeing an annual programme of internal control and scrutiny for checking financial systems, controls, transactions and risks that provides coverage across the year and also reviewing the Risk Registers of the trust and its academies to inform a programme of work.
- (xi) The trust has a recently revised comprehensive risk management strategy and risk register which aims to ensure that the Aspire complies with risk management best practice and sets out the current



processes and responsibilities for risk management in the MAT. The trust's approach to risk management is linked to six key aims:

- Aspire, Accomplish, Achieve
- Outstanding staff, leadership and management
- Outstanding infrastructure
- Financial strength
- Inspiring and supportive culture
- Strong community and partnerships

(xii) The risk register itself is constructed around five risk themes, namely strategic & reputational risks, operational risks, compliance risks, financial risk and academy specific risks. Trust level risks are reviewed every two years by the Finance & Workforce Committee unless issues arise in the interim, and considered by the board. Academy level risks are reviewed annually by the Finance & Workforce Committee with self-assessment input from the academies.

**(c) Local Governing Bodies**

- (i) Aspire strongly believes that every one of its schools should have its own identify and the trust is committed to maintaining Local Governing Bodies (LGBs) which have an important role as part of the trust's overall arrangements for governance of ensuring accountability for all aspects of children's education and overall experience in academies. The LGBs also play a key role in maintaining school-parent-community links and local school identity. There is a Governors' Code of Conduct which sets out the common understanding of the broad principles by which the LGBs within Aspire and individual governors will operate in order to effectively carry out their work within the school and community.
- (ii) The trust's Scheme of Delegation, last approved in July 2022, is a detailed document outlining across the different areas of responsibilities as between the MAT Board and the LGBs across sixteen areas in which the responsibilities of each group are shown. The Scheme of Delegation provides that the LGBs operate under an 'earned autonomy' model. Each of the trust's academies are put into categories one (good/outstanding), two (requires improvement) or three (inadequate) which are reviewed annually and which then determine the level of improvement support to be applied and the degree of delegation and autonomy of decision making allowed in each academy. These categories are informed not just by latest Ofsted ratings but also at the end of each academic year, a grading is decided by the CEO, in discussion with the headteacher and

subject to confirmation by the board. LGB powers remain restricted until the board considers an appropriate level of improvement has been achieved.

- (iii) Additionally, where the board considers that an LGB is part of the reason for poor ratings and outcomes, it has the option to suspend or disband, either partly or wholly, the LGB until improvement has reached acceptable levels. For example, before Oak Tree Primary joined the trust, due diligence on school governance demonstrated that the LGB were a significant part of the problems that the school was facing at that time. The board therefore took the decision to disband the LGB and replace it with an Interim Executive Board (IEB) until the academy moved out of special measures. Following Oak Tree's recent Ofsted inspection, the trust now plans to over the course of academic year 2023/34 implement a transition plan back to an LGB model of local governance.
- (iv) The Scheme of Delegation provides that the LGBs operate under an 'earned autonomy' model and this reflects the trust's vision and ethos and its school improvement model and this consistency enables the LGBs to make a meaningful contribution. However, the Scheme is currently drafted in an intricate and potentially confusing matrix format and it is positive that in the interests of clarity and understanding the chair plans to remodel the Scheme of Delegation into three separate documents aligned to the three categories into which each academy is placed. As the trust grows its central team it is also likely that the scope of some of the current delegations to category one schools will also need to be revisited to take advantage of the efficiencies that additional central expert capacity will bring. Consideration should also be given to extending the scope of the Scheme of Delegation to include setting out the delegations relevant to the Committees, the CEO and to headteachers.
- (v) The consistency of the strong sense of value from being part of Aspire in terms of the ethos of the trust and the support and benefits that the academies receive from the CEO, the chair and the wider trust was extremely clear in my interviews with LGB chairs. Significantly this consistency of perspective and collegiality existed across all four of the academies represented which included both church and non-church schools and also the chair of the governing body of a school converting into Aspire imminently.
- (vi) One source of these levels of satisfaction is the high level of visibility of and confidence in the CEO and chair in particular felt by the LGB chairs and their sense that they have a meaningful voice within the trust. This is supported by a range of valuable trust initiatives including the practice of circulating informative LGB briefings following board meetings and an LGB Chairs' Forum which meets twice a year for the purposes of sharing of good practice, training, co-ordination, governor development and inter-academy communication



#### 6.1.6 Compliance

- (a) I am satisfied that the members and directors at Aspire have a strong and comprehensive understanding of the legal, regulatory, contractual, financial requirements upon multi academy trusts and understand statutory and other governance guidance confidently so that this can underpin the strategic nature of their roles and responsibilities.

#### 6.1.7 Evaluation

- (a) The current external review of governance is the first that the trust has undertaken but that is understandable in view of the age of the trust. The trust has engaged very positively and collaboratively with the review and all participants have demonstrated an open mindedness, curiosity and ambition to reflect on this report's evaluation and drive the trust forward. There is good evidence that the board is committed to evaluating its impact but following the completion of the ERG it is recommended that the board should commit in its governance documentation to formally self-evaluating its own impact and effectiveness on an ongoing basis.

### 7. Recommendations

#### 7.1 Vision & Strategy

- (a) The current period of consultation and transition to a new mission statement, core purpose statement and new three year Strategic Plan should be completed promptly in the autumn term in order to ensure that the board can then consider how it prioritises, reviews and monitors progress against the trust's strategy.

#### 7.2 Holding to account

- (a) With a view to the trust's growth plans and limitations on board capacity, the board should start to reflect on what will be the right level of detailed information to be provided to directors at full board with the focus being on developing a balanced approach to the level of detailed information that directors are asked to engage with that increasingly considers educational improvement and standards on an aggregated and strategic basis rather than engaging in granular detail other than by exception.
- (b) No further meetings of the standards committee should be chaired by the CEO.

#### 7.3 Right people round the table/an effective team

- (a) Given DfE policy developments requiring careful consideration of the benefits and risks of appointing the CEO as a director it is recommended that the board keep this position under periodic review so that it can demonstrate that it has an up to date and considered view on the arrangement that is right in this respect for the trust's own governance arrangements.



- (b) In recruiting further directors, the board should recognise the importance of the need to maintain an effective, broad skills-based membership must be balanced against the priority of developing a better demographic diversity to the board membership.

#### 7.4 Governance structure and practice

- (a) The current Scheme of Delegation is an intricate and potentially confusing format of document and in the interests of clarity of understanding and accessibility the chair should progress his plans to remodel the Scheme of Delegation into three separate documents aligned to the three categories into which each academy is placed. Consideration should also be given to extending the scope of the Scheme of Delegation to include setting out the delegations relevant to the Committees, the CEO and to headteachers.
- (b) Given the trust's short and medium term growth plans and the imminent new three year Strategic Plan the suitability of the Scheme of Delegation is likely to need to continue to be an area of consistent focus. In particular as the trust grows its central team the scope of some of the current delegations to category one schools will need to be revisited to take advantage of the efficiencies that additional central expert capacity will bring.

#### 7.5 Chair

- (a) Bearing in mind the generous time-intensive approach adopted by the current chair and with a view to ensuring long term resilience of the leadership of the board and viable succession planning, consideration should be given to developing a role description for the role of future chair of Aspire that provides for more distributed model of leadership of governance.

#### 7.6 Governance support

- (a) As the trust grows further the board should explore options for further developing the effectiveness of its governance support arrangements, both in order to provide for a governance professional supporting the strategic development of governance across the trust and as part of developing a more distributed model of leadership of the board.

#### 7.7 Evaluation

- (a) The board should commit itself in its governance documentation to formally self-evaluating its effectiveness annually and then, in each third year, triangulating its self-evaluation with the involvement of an external evaluator.

### 8. Detailed actions to be undertaken

- 8.1 See governance action plan

<b>9. Progress review</b>	
9.1 N/A given end of NLG scheme in October 2023. However, reviewer will be happy to conduct a complimentary progress review in the autumn term 2023-24.	
<b>10. Acknowledgments</b>	
10.1 The reviewer would like to thank members, directors, executive leaders and LGB members for the open, transparent and constructive way in which they have engaged with this ERG.	
<b>Date completed</b>	July 2023