

MINUTES OF MEETING

Academy: The Aspire Multi- Academy Trust
Meeting title: Meeting of the Board of Directors
Date and time: Tuesday 20th July 2021 at 6 pm
Location: Virtual via ZOOM

Membership

'A' denotes absence

	Mr K Daniell	KD
	Mr M Skinner (CEO)	MS
	Mr P Golightly (Chair)	PG
A	Mrs C Meese	CM
A	Mr M Fielding	MF
	Mr C Anderson	CA
	Mr R Sewell	RS

In attendance Mrs. S Harrison -Clerk to the Board
Mrs H Detheridge – MAT Finance and Business
Manager

Glossary

ABC	Archbishop Cranmer CofE Academy
ABM	Academy Business Manager
BJ	Brown Jacobson (Solicitors)
CEO	Chief Executive Officer
DBE	Diocesan Board of Education
DDE	Diocesan Director of education
EBSP	East Bridgford St Peter's CofE Academy
FWC	Finance & Workforce Committee
GDS	Working at greater depth within the expected standard
GPS	Gunthorpe CofE Primary School
KWS	Kirkby Woodhouse Primary School
LA	Local Authority
LGB	Local governing body
MAT	Multi-Academy Trust
MFBM	MAT Finance & Business Manager
RSC	Regional Schools Commissioner
SJS	Sir John Sherbrooke Junior School
OTS	Oak Tree Primary school
WPS	Winthorpe Primary school

Action

Opening Prayer led by RS

BD/21/32 Apologies for absence

Apologies for absence were received from CM and MF

BD/21/33 Conflicts of interest

There were no declarations of interest, either direct or indirect, for items of business on the agenda.

BD/21/34 Minutes of last Board meeting – 28th April 2021

The minutes of the previous Board meeting held, 28th April 2021 having been previously circulated and subject to the following amendment, were approved and electronically signed by the chair

Page 5 - BD/21/23- IT Contract update

Remove 'All academies would be expected to join a MAT wide centralised contract following a full tendering process.'

And replace with 'All academies would be expected to join a MAT wide centralised contract following a full tendering process from January 2024.'

BD/21/35 Matters arising (not otherwise on agenda)**BD/21/19- Communication with LGBs**

PG informed that he had investigated the possibility of setting up a mechanism for sharing the draft Board minutes with HTs and LGB chairs when they had been agreed by the chair of the Board via GovernorHub. Documents can be shared by the MAT Board with all of its academies however, this would mean that all members of all LGB's would then have access to the draft minutes as there was no facility to share with chairs and headteachers only. The only way to limit the share to certain roles would be to set up another group which would have resulted in a further charge.

Approved Board minutes from the previous 18 months were now available to view on the MAT website. Draft unapproved minutes could not be uploaded to the website. Many MATs do not publish their minutes in this way but it had been decided to do so to ensure transparency

BD/21/22- PG queried the status of the Y6 staff recruitment for OTP. MS responded that a teacher had been appointed to start in September, which released MS from his teaching commitment at OTP.

BD/21/23- IT Contract update. HD reported some draft tenders had been submitted.

PG asked what format the scrutiny of the tenders would take to ensure accountability and presumed that tenders would be received in September for contracts to commence in January.

HD noted that they had previously agreed that any tender process should be clear, transparent, and subject to challenge and review by the Board, but it had not been agreed what format this would take,

MS informed that the headteachers had agreed to have a conversation with RM but were also speaking to other providers. Headteachers had been asked to inform MS and HD of any decisions made so that they could advise on how to move forward with this. The process was not yet at the point where scrutiny was required.

KD noted that LGBs needed to be mindful that this would become a MAT contract from January 2024, and the MAT would need to start that process from early-mid 2023.

PG viewed that by 2023 academies may have some experience of different providers which could be beneficial when contracting for a MAT wide contract.

RS queried that as the Board was not going to be involved in the process of appointing a provider would it be better for any tender decisions to be ratified by the Board.

Following the discussion PG concluded that scrutiny would take the format of the FWC checking that the processes that academies had adopted were compliant with the MAT tendering process.

BD/21/24- MAT policies

Audits of academy websites has raised some inconsistencies. PG had spoken to the LGB Chairs and planned to undertake audits of academy websites during the summer break.

PG

BD/21/29- CEO resignation and replacement

CA queried the progress in relation to an external peer to peer review.

PG was awaiting a response from St. Albans but would raise this with Members at the next meeting if there had been no communication by then.

FWC had estimated the cost of this type of review at around £3,000- £4,000, but if the RSC carried out a review this would be free of charge.

Directors discussed the value and affordability of an independent review alongside a review by the RSC that had been delayed due to COVID-19.

Directors considered that:

- An external review had been linked to the recruitment process for the CEO.
- It had been the Members who had indicated that a review should be undertaken.
- When an independent review was discussed it had been the intention that it would take place within this term as it was known that the RSC review would not be taking place in the summer term.
- If an independent review was commissioned it could be carried out in the first part of the autumn term as it was not yet known when the RSC review would take place.
- It was relevant for any interim CEO arrangements rather than the recruitment process.
- The cost of an independent review could be spent on other more appropriate things so unless the Members felt strongly that an independent review was needed then the RSC review would be adequate.

Directors concluded that:

MS would speak to the RSC before the end of term and convey that Directors had requested that a review should be undertaken soon and try to establish when this was likely to be.

MS**PG**

PG would discuss the issue with Members and feedback to the Board.

See confidential note

BD/21/36 CEO's report

The CEO's report had been previously circulated for consideration. MS highlighted:

Data for all academies had been uploaded to GovernorHub as appendices. These would be reviewed at Standards committee in the autumn term.

All academies had been strongly encouraged to replicate the official SATs process as closely as possible as Ofsted inspectors had been briefed to ask how assessments had taken place. Inspectors may conclude that if assessments are carried out by teacher assessment that teachers may have been over generous.

Consistency across the MAT had been ensured and the data presented were test results and not teacher assessment.

OTP were aware that the data would take a dip, but overall the figures were consistent with the previous year.

OTP HT had evidence to support the data which demonstrated the impact of lockdown on schools in areas of deprivation. The opinion of MS was that if an inspection were to take place the data available at this time would result in an Ofsted rating of requires improvement or good, but not inadequate,.

KWS had achieved their best end of journey data for a few years.

EBSP data was good with more children achieving GDS.

Overall MS considered the data to be good considering that the current Y6 had missed large chunks of schooling in Y5 and Y6. Remote learning provision had improved over time and the headteachers had maintained the focus on learning up until the end of June which ensured that these children were in a stronger position for moving on to secondary school.

PG noted that the data for the early years in comparison to the national average for the 2 outstanding schools in the MAT clearly demonstrated why it was difficult for them to show progress as they were already at GDS in KS1.

MS responded that this was correct. With an intake of pupils already at this level the hypotheses would be that if they received outstanding teaching from KS1- KS2 then achievement at GDS would be significantly above 50% in all areas. ABC had achieved 55% GDS for reading but 44% for Maths (Maths GDS was 59% in 2019) however, these results were following the impact of COVID-19.

Outstanding progress required outstanding teaching. It was pleasing to see EBSP GDS results which were a great achievement.

CA queried the level of significance Ofsted inspectors were likely to attach to the figures the CEO had produced.

MS responded that this was not clear but many schools had taken this approach. Inspectors had been advised to give due consideration to school assessments in non-SATs years. This would not be known until the Ofsted inspectors arrived and when they did there could be some variation between different teams of inspectors

dependent upon the individual experience of the inspectors. MS would be ensuring that inspectors get to see that progress within the schools and to see that what they observe in school such as the quality of teaching matches the presented data.

PG queried if the CEO planned to have an objective to produce a 5-year strategy plan for the MAT, to include resources costings and the model needed to achieve the plan. This issue had been raised at a meeting PG had attended with the Members and was not currently included in the objective statements within the report.

MS replied that currently the projected plan was the growth plan. A 5-year strategic plan would be driven at Board level through Board discussions, but he was happy to work with the Board to produce this.

RS asked for clarification relating to the Trust Partnerships -Guidance for academy trusts and prospective joiners produced by the DfE.

MS replied that this would be discussed later in the meeting as related to expansion of the MAT-- see BD/21/39

BD/21/37 Leen Mills Primary consultancy

MS informed that the RSC had asked if he would provide focused support to Leen Mills Primary, which is a non-church school.

Funding had been made available to some schools who met specific criteria in relation to leadership and management.

The school had received 'requires improvement' rating in relation to leadership and management on 2 successive Ofsted reports.

The headteacher and governors remained in control of the budget and did not have to spend their funds with Aspire, but did have to pay a consultancy fee for MS. The headteacher did have to be seen to be listening to the advice given by MS as a DfE appointed consultant. This would equate to around 10 days of MS time over the agreed time period. MS would be concentrating on the SIP and making suggestions as to how improvements can be achieved, and he may request that other staff within the MAT are released to support if appropriate. Longer term the school may decide to enter the due diligence process to join the MAT and the RSC would approve any such move.

The school was a good size with 350 pupils currently on roll, which would make it financially viable to join the MAT.

MS considered that it was very positive that the Aspire MAT was trusted by the RSC, it provided some short term income for the MAT from his consultancy fee, provided the potential for other Aspire staff to be involved in the process and in the longer term the school could potentially join the MAT.

PG queried the time commitment required from MS.

MS replied that this equated to 10 days throughout the year, at a consultancy fee rate which was yet to be confirmed.

BD/21/38 Pandemic issues

MS had led separate meetings with headteachers and deputy headteachers.

There had been 23 DfE updates this term; Schools COVID-19 operational guidance July 2021 had been shared with Directors via GovernorHub.

MS had advised school leaders, many of whom had not had a real break since Xmas 2019, to take a break for their own mental health and wellbeing and not worry about developing a risk assessment until after the holiday, as new guidance may be released in the meantime. The most recent guidance from the DfE was considered to be non-prescriptive and open to interpretation. There needed to be a plan in place in case of an outbreak however the guidance did not provide a definition of an outbreak but said that 'several cases within 14 days may be an outbreak'.

The guidance from the 19th July removed the responsibility for contact tracing from the headteacher to the Track and Trace organisation however headteachers were not comfortable with this change as they considered that it increased the risks to staff and children.

MS had consulted with the solicitors who had advised that the headteacher retained the operational responsibility for health and safety within the school and therefore this could remain the decision of the headteacher. Any complaint received as a result of such action would therefore go no further than the LGB. Headteachers had therefore decided to continue with contact tracing and bubble closure if needed until the end of term.

Many staff had not yet had a second vaccination but would hopefully all have received their second vaccination by mid-September.

MS would prepare a plan and would be meeting with headteachers on 31st August to complete risk assessments.

BD/21/39 MAT expansion

MS had met with the DDE, who was holding meetings with all MAT CEOs, and a group meeting with the CEOs from all the Diocesan MATs.

The church schools in the Diocesan area who had not yet academised were being strongly encouraged to give academisation further consideration, however they would not be forced to do so. There was a total of 35 church schools in the area who were had not yet academised and if they did choose to do so they had to join one of the Diocesan approved MATs. Therefore, this could potentially lead to new schools joining Aspire, as it is an approved Diocesan MAT, however this was likely to be a gradual process over the next couple of years.

MS had discussed with the DDE that it would not be financially viable for Aspire to support smaller schools (under 100 pupils) joining, however medium to larger schools would be considered.

PG noted that the five Church of England MATs were based in the middle or southern part of the Diocese, with none based in the north and therefore distance may be a factor of consideration for schools looking to join a MAT.

RS had previously asked for clarification relating to the Trust Partnerships - Guidance for academy trusts and prospective joiners produced by the DfE.

MS informed that the document had been discussed at the meeting with other Diocesan CEO's and the DDE. The document was not considered to address the financial issues as a school could move from one MAT to another without making any financial contribution to either MAT. If this were to go ahead then the FWC would need to ensure that this would not be a financial drain on the MAT. If schools went through the correct due diligence process this would give them a true

idea of what it was like to be a member of that MAT and inform their decision to proceed or not.

RS queried if a school wanted to 'try before they buy' could the MAT charge a fee if they then decided not to join.

MS informed that you could consider allowing a school to do this and if they decided not to join charge a consultancy fee.

PG asked Directors for their thoughts on applying for another new build school following the outcome and experience of the recent application for the Bingham site.

RS compared this to the success rate when fund raising and using this analogy, they would need to continue to try if the opportunity arose.

PG noted that the preparation of the application was all consuming, and whilst this preparation could inform another application, it would be a disadvantage to submit a bid for a school in a community of which the MAT had no pre-existing knowledge.

CA considered that each opportunity would need to be viewed for its own merit. The Bingham bid had detailed a crucial role for the CEO and it would seem that they could not therefore contemplate another bid until a successor for the CEO was in position to be able to say what the CEO could bring to the bid, as this was a critical part of that bid.

PG noted that the promises made in respect of the CEO role was a valid point.

CA noted that a previous meeting had discussed that the Articles of Association would need to be reviewed and amended before the MAT could take on another school and queried if action should be taken now to address this so that it did not impact on any future developments.

PG indicated this was already in hand to discuss this with Members at their meeting planned in 2 weeks' time. Anthony Collins (solicitors) had advised that the new articles published by the DfE tied in development processes, therefore in order to take advantage of any offers they would need to be updated. In order to progress with expansion, the MAT would need to be on the latest Articles of Association. The same principles applied to the Master Funding Agreement and the CIF bids

PG

BD/21/40

Finance & Workforce

- **Confirmation of 3-year budgets**

The academy budgets had been approved at FWC the previous week and the minutes had been available for Directors to view prior to the meeting.

Considerable discussion had taken place in respect of the budgets particularly in relation to the 3-year budget for OTP. It had been recognised by the IEB and the FWC that plans would need to be in place to address staffing levels largely due to a decrease in pupil numbers over time. Discussions had explored the schools' reputation, demographics, and competition.

HD informed that an amendment discussed at FWC had been made in respect of SJS recalculations. This had also impacted on the central budget as this was a

percentage of the GAG. The centralised reserves budget was now available on GovernorHub.

Directors

RATIFIED

The 3-year budgets

- **CIF bids**

There had been 2 successful bids for EBSP

There had been 5 unsuccessful bids for the other academies some of which were considered to be critical works.

1 bid by OTP would be appealed which had missed the threshold by 2 points.

1 bid by KWS had missed the threshold by 1 point but would not be resubmitted as there was no further information to add to the bid.

The 2 successful bids were compiled by MAC Construction.

PG informed that MAC Construction proposed combining 3 tenders into one as they had already tendered for one project to complete structural repairs . They proposed that a negotiated tender be undertaken with a single contractor to save costs due to on-site contractor infrastructure and to avoid repeating work when the heating was replaced next year if it could all be done at the same time. The solicitors and accountants had been consulted who advised that negotiated tenders were acceptable in exceptional circumstances and the pandemic would be considered such circumstances. This was also supported by the MAT's Finance Policy. FWC had approved this on behalf of the Board so that the processes could start. There could be some difficulties with building supplies but this was a whole building trade issue as a result of the pandemic.

- **Finance & Workforce Committee – other matters arising**

FWC had **AGREED** Aspire to become a living wage MAT and would not employ anyone on a rate lower than the living wage.

- **Other finance/workforce issues**

See confidential item.

BD/21/41 Standards Committee

The next meeting planned for September as discussed under BD/21/36

BD/21/42 MAT policies

Code of Conduct for Governors

PG informed that this had been rewritten substantially from the first version. This had been circulated to LGB chairs and one comment had been received. Once approved the LGB chairs would take it to their respective LGBs and all governors would be expected to adhere to it.

Directors **APPROVED** the Code of Conduct for Governors

Six other HR policies including Performance Management and Managing Underperformance policies had been previously approved by the Board and had gone to the unions for consultation, which the unions had approved following minor alterations. The policies had now been sent to staff for consultation and no comments had been received to date.

Directors **AGREED** to adopt the HR policies pending any final comments received in the next 3 days.

Attendance policy expires in July 2021

Code of conduct for parents /carers / visitors expired in February 2021.

There were no statutory or other changes planned to the above 2 policies.

Directors **APPROVED** the Attendance and Code of conduct for parents /carers / visitors policies for a further 3 years.

Virtual meeting policy had been produced at the start of lockdown and expired in April 2021. There were no proposed changes to the policy.

Directors **APPROVED** the Virtual meeting policy for a further 2 years.

Pay policy version 2.2 -was dated February 2021. The only changes needed related to salary scales and these would be subject to change on an annual basis. PG proposed that the salary scales be removed from the policy and added as a separate appendix so that the policy did not require updating annually.

Directors **AGREED** that the Pay policy version 2.2 would be reviewed in February 2024 and the Pay scale would be a separate appendix.

BD/21/43 Approval of new LGB members

Directors **APPROVED** the following LGB member:

WPS -Louise Live -Parent governor

BD/21/44 CEO recruitment

See confidential note

BD/21/45 LGB Chairs meetings

It had been requested that LGB Chairs meetings should be held on a monthly basis.

Directors discussed the request and the possible format, content, and purpose that monthly meetings would hold.

Following the discussion, they agreed that monthly meetings would not be necessary as it was unlikely that there would be sufficient content to warrant monthly meetings. They did consider that a meeting once every half term would be appropriate to feedback any information following the half termly Board meetings.

If LGB Chairs wished to meet more frequently to share expertise and support one another the Board had no objection to this but would appreciate communication regarding the timings of any such meetings.

PG would liaise with the LGB chairs.

The clerk left the meeting at 8.03 pm due to technical difficulties.

BD/21/46 AOB

None.

BD/21/47 Determination of confidentiality of business

Directors **AGREED** that one item under **BD/21/35, BD/21/40** and **BD/21/44** be deemed confidential.

The meeting closed at 8.10 pm.

BD/21/48 Dates of meetings for 2021/22

- Thursday 16th September at 6.30 pm
- Thursday 2nd December at 6.30 pm
- Thursday 3rd February 2022 at 6.30 pm
- Thursday 7th April 2022 at 6.30 pm
- Tuesday 24th May 2022 at 6.30 pm
- Thursday 14th July 2022 at 6.30 pm

Signed (chair) Date