



Address:
Waterton Academy Trust
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Waterton Academy Trust

Minutes of a Trust Board Meeting

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| DATE: 28 February 2023 | TIME: 6pm | LOCATION: Centre for Excellence, Waterton Academy Trust |
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Attendees

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| Chair: | S Johnson | |
| Trustees | S Bates | A Goudie |
| | K Davies | J Wathen (<i>attending virtually on Teams</i>) |
| Attending: | D Dickinson (<i>CEO</i>) | A Casey (<i>consultant from Confederation of School Trust</i>) |
| | P Knox (<i>CFO</i>) | |
| Clerk: | L Clark (<i>Head of Governance</i>) | |
| Apologies: | J Henson and J Shaw | |

| ITEM | ACTION |
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| <p>1. Welcome</p> <p>The Chair welcomed all to the meeting and introduced Anne Casey who was observing the meeting as part of the external review of governance by CST (Confederation of School Trusts). It was noted that this was a hybrid meeting with J Wathen attending virtually on Teams. J Wathen confirmed he could hear and see the meeting.</p> | |
| <p>2. Apologies for Absence</p> <p>Apologies of absence were received and accepted from J Henson and J Shaw.</p> | |
| <p>3. Declarations of Interest</p> <p>The standing register of declarations of interest was noted and no further declarations were made.</p> | |
| <p>4. Minutes of the previous meeting and matters arising</p> <p>The minutes of the meeting held on 19th October 2022 were available for review in advance of the meeting. Trustees confirmed they had read the minutes and there were no further questions or points raised. The clerk provided a summary of the governance actions and the work which had been undertaken to complete these actions.</p> <p>K Davies volunteered and was appointed as Link Trustee for Safeguarding. Once the new DCEO and Head of Inclusion and SEND are in post in the summer term a link visit will be arranged.</p> <p>It was confirmed that all other actions had been undertaken.</p> <p>The minutes and confidential minutes were signed by the Chair as a true and accurate reflection of the meeting.</p> | HoG |

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| <p>Trustees also reviewed and approved, from their Trustee perspective, the minutes of the AGM held on 8 December 2022. These will be signed by the Chair of the Members board once reviewed.</p> | |
| <p>5. Safeguarding, Risk Register and Conditions of Care</p> | |
| <p>The CEO updated Trustees that there are no qualifying safeguarding issues to report to Trustees. Safeguarding is considered to be effective at Waterton. The Conditions of Care continue to be met as outlined within the report.</p> <p>The Chair of the Audit and Risk Committee provided a brief summary of the committee meeting which had taken place prior to this Trust Board meeting. There had been a detailed review of the newly formulated Risk Register, with robust discussion on risk appetite. The committee had agreed an approach to internal scrutiny, beginning with a piece of work on cybersecurity. A multi-year plan, looking at three or four items a year will be prepared using the risk register to focus on areas requiring internal scrutiny, with input and ownership by the committee. The Trust Board will have oversight and should consider risk appetite when reviewing activities.</p> | |
| <p>6. COVID 19 Statement</p> | |
| <p>A brief update on Covid-19 was provided in the report. A Trust statement is on all websites to confirm that good hygiene practices are still in place and that all guidelines are adhered to. Trustees discussed and commented that the good hygiene practices are key, and that the statement should remain but with consideration given to changing the terminology, so it does not relate solely to practice in relation to covid.</p> | |
| <p>7. Vision, Values and KPIs</p> | |
| <p>The CEO explained how the vision and values remains the same, but it has been presented using new graphics as part of the new communication strategy. The Chair of the Trust Board had been involved in this work. Feedback is positive regards ease of communications and the general look of presentation. The CEO will be delivering assemblies in all schools to share with staff and children as part of ensuring Trust wide clarity. The Chairs of the Hub Boards confirmed that discussion at the recent Hubs had been positive and the Hubs had recommended approval.</p> <p>There were challenging questions and robust discussions from Trustees on how the KPIs would be measured, and how these would be reviewed. There was also a discussion on how the Trust Board set the vision and values and consideration given on how often to review, and how to ensure that all Trustees, particularly those who are newer to the board, have ownership of these and their formulation.</p> <p>In response to a question from a Trustee, a brief summary of previous strategic work on the vision, value and ethos of the Trust was provided by the Head of Governance. The Chair highlighted that all activities of the Trust are reviewed inline with the values to ensure the Trust stays true to these.</p> <p>It was discussed and agreed that a biannual review of vision, values and KPIs would be appropriate and would allow time for the communication strategy to embed.</p> <p>The importance of Trustee induction and ensuring new Trustees are clear on the vision and values and have the opportunity to contribute to them, in order to have ownership was highlighted. The key to a successful and effective vision was strategic ownership by Trustees.</p> | |

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| <p>Resolved: Trustees approved the new graphics for communicating the vision, values, KPIs and core offer of the Trust, and agreed to revisit these next academic year, and ensure all Trustees have clarity and ownership of the vision and values.</p> | |
| <p>8. CEO Headline Update</p> <p>The CEO provided a brief summary of the report highlighting the key updates.</p> <p><i>(A discussion was deemed as confidential and moved to the confidential set of minutes).</i></p> <p>The CEO updated Trustees that he will be meeting with His Majesty's Chief Inspector (HMCI) Amanda Spielman at her request and will feedback to the Board on this.</p> <p>The CEO informed Trustees that after a significant search it is proposed that the operations function of the Trust would be relocated to a serviced office space in Cudworth, Barnsley. Estates, HR, IT and Finance were planned to leave their current office spaces at Easter and relocate as one unit. The space at Crofton House would be returned to the school and the CfE will once again become the epicentre of the education offer to ensure that Waterton was associated with no singular local authority area. The rationale of this move was to improve logistics, reduce central cost and strengthen and embed culture and working practices.</p> <p>Resolved: Trustees approved the office move.</p> <p>All Waterton academies were fully open during the recent NEU strike. The gaps were covered by academy staff and the central team. There have been some delays to the opening of the SEND specialist provision but planning permissions are now in place, with a full opening planned for September 2023.</p> <p>The CEO provided a brief summary of the leadership movement. The appointment of Marie-Claire Bretherton to the role of DCEO is a significant one. The feedback from system leaders has been extremely positive. The appointment of Laura Thresh to Head of SEND again has received positive feedback.</p> <p>Trustees discussed the leadership movement and highlighted the importance of robust support and appropriate improvement plans, with children at the centre of this. Support must be appropriately challenging to secure outcomes for all. Trustees discussed how risk is managed around leadership and performance management, and the importance of having an overview of termination agreement costs. It was confirmed that robust negotiations are undertaken to ensure costs are kept to a minimum.</p> <p><i>(A discussion was deemed as confidential and moved to the confidential set of minutes).</i></p> <p>The Chair drew attention to the vision and values of the Trust and how leaders are supported, and if improvements are not made then courageous conversations must take place, with children at the heart of decision making.</p> <p>The Chair provided an overview of the recent visits he had made to schools to look at the quality of learning environment (Walton, West End, Normanton Juniors, King's Meadow and Cherry Tree). He reiterated that these visits are a crucial part of the role of Trustee to give a greater understanding of the schools and the context of the Hubs. The Head of Governance confirmed that the majority of Trustees had diarised visits during this spring term.</p> | |
| <p>9. Governance Headline Report</p> | |

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| <p>The Head of Governance provided a brief summary of the key points within the report including an update on the progress relating to the external review of governance being undertaken by CST; the governor CPD package across the Trust and uptake of this; governor recruitment at ASC level; and the Chairs' Network meeting on 29th March being led by the CEO and Head of Governance.</p> <p>Trustees commented positively on the governance work to date.</p> | |
| <p>10. Education Offer Headline Report</p> | |
| <p>The CEO provided a brief summary of the key points included within the report.</p> <p>The CEO explained that excellent work continues to be undertaken by the SI team, and SKA (South Kirkby Academy) and CTA (Cherry Tree Academy) are now further towards 'good.' It was noted that SKA had seen improvement in comparison to previous data but were not expected to achieve levels comparative to CTA as following changes within the academy some year groups, as expected, were taking time to adapt to the new quality of teaching that had been put in place to backfill gaps in learning. A number of children at CTA are on the tipping point of achieving age related outcomes, and the Headteacher is looking at the granular detail of this to focus interventions.</p> <p>KMA (King's Meadow Academy) data displayed that the academy hoped to achieve marginally below national average, which was a noteworthy milestone for the academy. The Central School Improvement Team had been conducting securing outcomes work within the academy since September as an area of need was identified.</p> <p>In response to questions and through in-depth discussion, SKA was reviewed in more detail. Outcomes are currently lagging behind the huge improvements in provision. There remains a surplus budget but staffing is already at a full complement and high quality resources are in place. The focus continues to be on quality first teaching and ensuring any gaps in learning are addressed to secure the outcomes.</p> <p>The CEO explained that autumn term absence is often impacted by holidays and winter illness, moreover that PA due to September holidays is naturally diluted over the school year. The challenge of attendance has been one that all schools have risen to alongside the support of the EWO, Headteachers have met to share attendance initiatives and an attendance network had been formed.</p> <p>An update was provided on the Ofsted visit to the apprenticeship provision which took place last week with positive feedback. Trustees asked questions around the evidence of impact the provision was making for TAs (teaching assistants). The CEO reiterated the success of the cohort and the impact it was having upon the practice of TAs and therefore the quality of the learning environment for pupils. A question was raised by a Trustee on the attrition of the cohort. The CEO explained that there had been a small number of drop-outs, and this was attributed to the robust nature of the course. Trustees stressed the importance of engaging with Headteachers to celebrate the success of the provision and to ensure that as many TAs as possible complete the course as it is clear that the TAs are being empowered in their understanding of how children learn and how they, as a TA, can positively impact upon this. The CEO also highlighted that a review of the curriculum for the course has been extremely positive and it is a model which is likely to be rolled out further.</p> <p>A question was asked about the schools in the Ofsted window and what the likely outcome will be for the two schools who were previously judged as requiring improvement. The CEO provided a brief summary, and of the work being undertaken by schools, which includes an 'Ofsted readiness' pack</p> | |

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| <p>which is being reviewed by the ASCs of those schools in the window. The CEO explained that it is hoped that the two RI schools will secure a good, however, there is the need to embed the wider curriculum and if Ofsted visit sooner then there may be a timing issue with this being fully embedded which may impact upon the judgement.</p> <p>A query was raised regarding the use of terminology – suspensions rather exclusions. The CEO will look at this.</p> <p>In response to a question on senior leadership within schools, the CEO explained that A Dawson was now in place as Headteacher at CTA on an interim basis, and J Grayson was Head of School at KMA, supported by Executive Headteacher S Thompson.</p> <p><i>(J Wathen thanked all for holding the meeting as a hybrid meeting, and left at 7:03pm)</i></p> <p>Trustees commented positively on the comprehensive report, the significant SI work which was ongoing, and the assurances that appropriate rigour was in place across all schools.</p> | |
| <p>11. Finance Headline Report</p> | |
| <p>P Knox, CFO, began by reiterating the content of an email shared with Trustees last week alongside the revised Consolidated Management Report as at 31st January 2023 and the Balance Sheet and Cash flow statement.</p> <p>Resolved: The Trust Board confirmed receipt of the management accounts and of their review, alongside the context to them provided by the CFO.</p> <p>The financial difficulties have not gone away, and a challenging time lies ahead. The funding received from Government has provided little relief and the budget outturn at year-end will significantly reduce the Trust’s reserves position. The CFO provided assurances that in this extremely challenging period, the Trust is carrying out significant work to shape the funding strategy for the short, medium and longer term, but all are aware that difficult decisions will be required to be made. The CEO, CFO and Head of Finance have met today to look again at the budget strategy and propose to RAG rate the schools, looking at current deficits/surplus, leadership, and other criteria. More work will be required on the descriptors to use and it is likely that the same language as used in the ‘core offer’ documents (universal; targeted; intensive) will be more appropriate than colour ratings. There is likely to be needed a much more prescriptive approach at some schools to more closely manage decision making on spending. Trustees asked further questions on how this RAG rating will be communicated to Heads and how to ensure clarity for all so that there will be appropriate decision making at school level which does not negatively impact budgets. The CEO and CFO confirmed that communications will be strong on this, and by using the same language and terminology within the core offer/annual plans, for the budget strategy this will ensure clarity and understanding.</p> <p>The Chair highlighted how the Trust Board had had conversions in the past about autonomy of schools and decision making by Headteacher on matters such as recruitment, in light of some poor decisions which had financially impacted the Trust. It was agreed by all that whilst it was important to retain autonomy, in these challenging financial times, there must be more consideration given on how to reconcile school led and Trust led decision making. The CEO confirmed that as part of the budget strategy there will be closer monitoring of decisions at school level which could impact on budgets.</p> | <p>PK</p> |

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| <p>A question was asked about how the level of reserves is agreed, whether other medium sized Trusts have a lower level of reserves, and at what point should some of this money be used to add more capacity to the schools which may require it. The CFO highlighted that financially the Trust is very robust. The Trust is in a stronger position than some Trusts, and there are already a range of large capital projects which will use some of the reserves to complete.</p> <p>There will be further forensic work on SEND to secure a greater level of funding than the Trust currently has. The work of the new Head of Inclusion and SEND will be instrumental to this. Trustees highlighted the importance of challenging the local authority regarding appropriate funding for SEND to meet the needs of the children.</p> <p>Further reassurance was provided to Trustees that Waterton is in a relatively good financial position compared to other Trusts, and robust processes are in place regarding the budget strategy. There will also be a focus on ensuring supply costs are well managed within budgets. Trustees discussed further the significant financial challenges ahead and were of the shared understanding that their role is to continue to provide appropriate challenge to the Executive team and hold to account, whilst also providing support and scrutiny.</p> <p><i>(K Davies thanked all, and left the meeting at 7:20pm - the meeting remained quorate.)</i></p> <p>The CFO informed Trustees that recent government reforms are proposing that pension funds are fully pooled. Whilst recognising the shared risks of pooling, key benefits included consistency in contributions, less administration time and reduced actuarial time. The CFO confirmed that the most recent valuation of 17.7% would be the final pooled rate, a small increase on the current rate of 17.5%. Unless the Trust opt-out, the pooled arrangement will be implemented in April 2024. Therefore, pooling had been recommended to the Hub Board, who had approved the recommendation for the Trust Board to review.</p> <p>Resolved: The Trust Board approved pension pooling.</p> <p>The CFO discussed that both cleaning and catering contracts were due to terminate on 31st March 2023. A brief summary was provided: Cleaning tender process started in November via the YPO Dynamic Purchasing System (DPS). A number of suppliers showed great interest but the inability of Equans to provide appropriate TUPE/Employee Liability Information (ELI) has led to most withdrawing from the process, stating that they cannot provide an accurate costing without accurate staff costs. Discussions were ongoing and may result in this being referred to the legal team. A similar scenario was taking place in regards to catering contracts despite numerous requests since summer.</p> <p>Given the tight timeframe, discussions were ongoing to enter into a direct supply arrangement given that the required minimum of 6 months for the full tender process could not be achieved. Trustees asked further questions and were assured that legal advice had been sought to ensure compliance with procurement legislation, and that there is a continuation of service under the same arrangements and that schools will not be without a cleaning service.</p> <p>Trustees thanked the CFO for on the comprehensive report and there were no further questions at present.</p> | |
| <p>12. Operations Offer Main Report</p> | |

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| <p>The report was shared with all in advance of the meeting. An opportunity was provided for Trustees to ask questions or submit comments in relation to the report.</p> <p>Attention was drawn to the IT strategy and that data governance is now within the remit of the Head of IT following the departure of the COO. A query had been raised by the Hub Boards around the number of data breaches, but it had been confirmed that these are at the level that is usual and none were deemed to be malicious.</p> <p>The CEO summarised the estates work undertaken, including the streamlining of the repairs and maintenance process for schools, compliance works and conditions surveys. Following on from this a Trust wide estates strategy will be developed. There is a range of large scale capital projects - the Trust has now been given official confirmation from the DfE that funding will be provided to build a new school at Charlston. The Trust is now awaiting confirmation of timescales for this from the DfE. The CEO and HoE have been working closely with DfE teams to ensure that all documentation and licensing is in place to ensure the West End de-carbonisation project progresses. The first stage of building works will commence early spring 2.</p> <p>The CEO highlighted that he had chaired the recent JCNC meeting and had subsequently written to union colleagues regarding conduct at meetings and acceptable behaviour. The Trade Unions are requesting the Trust adopt a Menopause Policy. The HR team have asked for a model policy to review, as it is HR's view that current HR policy and practice would cover any related requests for support for the menopause or significant issues arising. Trustees asked further questions on this, and it was agreed that although current policies cover this, it will be useful to review the model policy on this, and also in relation to a new/expectant mother's policy which has also been mentioned by the Trade Unions.</p> <p>The current challenge of recruitment of TAs was discussed, and highlighted to be a national issue. There were questions on whether apprenticeships for TA roles could be explored, and the CEO confirmed this has been identified as a possible route to explore further, and an update will be provided in due course.</p> | |
| <p>13. Trust Offer</p> | |
| <p>The CEO provided a summary of the document which graphically shows the work of the Trust which is already in place in line with the vision and values, and which can be communicated across the Trust and to schools looking to join, to clearly show what is being delivered.</p> <p>The Trust offer consists of two elements: the Education Offer and the Operations Offer. The Education Offer, led by the DCEO consists of School Improvement, preschools, SEND and adult education.</p> <p>The operations offer consisting of Finance, Estates, HR, IT Services and Business support would be led by the Chief Operations Finance Officer (COFO), with governance underpinning all that the Trust delivers. Feedback from Headteachers, and the Hub Boards has been very positive.</p> <p>Trustees were in agreement that the graphic is clear and easily understandable and aligns with the strategic plan, vision, values and KPIs.</p> | |
| <p>14. Leadership Proposal</p> | |
| <p>It was noted that much of the content of this proposal had been discussed within the meeting or at the previous meeting, and that this document set out the formalities of the leadership structure and reporting arrangements. The CEO explained that the next piece of work will be in reviewing leadership at locality and the impact of the arrangements.</p> | |

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| <p>In response to a question from a Trustee, it was confirmed that a short paragraph on governance will be added into the document.</p> <p>Resolved: Trustees unanimously confirmed their approval of the leadership proposal of the Trust.</p> | CEO |
| <p>15. Strategic Plan update</p> | |
| <p>The CEO drew attention to the document, which remains unchanged in terms of content, from what had previously been agreed by the Trust Board. The graphics have been updated to align with the Trust branding and communication strategy.</p> <p>In response to a Trustee question, it was confirmed that there are departmental operational planning documents which sit beneath the strategic plan, which have been produced by members of the Central Leadership Team (CLT) with input from the CEO and CFO.</p> <p>Resolved: Trustees approved the strategic plan.</p> | |
| <p>16. Policy Update</p> | |
| <p>It was noted that the policies outlined on the Trust Board report had been approved by the Hub Boards (Uniform Policy Statement and Blended Learning Policy). Trustees had reviewed and there were no further questions, and the policies were approved.</p> <p>The Hubs had also considered the Financial Management Policy, but through this discussion it had been highlighted that significant revisions are ongoing with work not yet complete, and an executive summary will be provided in advance of the next meeting with adequate time to review due to the nature of the breadth of the revisions. Trustees were in agreement to this approach.</p> <p>Resolved: The Uniform Policy Statement and Blended Learning Policy were approved by Trustees.</p> | CFO |
| <p>17. Any Other Business</p> | |
| <p>S Bates raised a query on the ordering of the agenda and allocation of time for items. The CEO explained they key focus areas for each term, and it was agreed that the agenda should be ordered to align with the key reports for that particular meeting.</p> <p>It was confirmed that once in post after Easter, the new DCEO, Marie Claire Bre therton, will attend all Trust Board meetings.</p> | HoG |
| <p>18. Feedback to/from Hub Board and ASCs – Questions, Comments and Concerns</p> | |
| <p>A Goudie provided an overview of the West Hub meeting, outlining that the group had discussed the flow of communications, the quality of reports and the function of the Hub. Feedback had been positive, with a potential area of improvement to be the timing of the meeting in terms of the flow with ASC meetings and the Trust Board, although it had been agreed that it works both ways in terms of having the Hub meetings before the ASCs to provide feedback to ASCs, and also after the ASCs as this way ASC queries can be passed up immediately to the Hubs.</p> <p>There had been a query around Safer Recruitment training – the Head of Governance explained that the Trust were using the NSPCC virtual training and that licenses had been purchased to ensure all Chairs (or another governor on the ASC) could complete this training.</p> | HoG |

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| The Hubs had both given positive feedback on the direction of travel of the Trust, the consistent messages and clarity of vision and values. The challenges regards funding and school improvement were understood, and how the Hubs are an additional layer of scrutiny and accountability on this. | |
| 19. Identification of Confidential items | |
| Discussions within item 8 were deemed as confidential and removed to a set of confidential minutes. | |
| 20. Confirmation of date and time of next meeting – | |
| Tuesday 11 th July 2023, 6pm, Centre for Excellence (It was noted that S Bates would send apologies to that meeting as he was away). | |
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MEETING CLOSED 20:03

SIGNATURE:

DATE:

Actions from the Trust Board meeting held on 28th Feb 2023

| Agenda Item N ^o | Summary of Action | Who? | When? |
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| 4 | K Davies - Link Trustee for Safeguarding - once the new DCEO and Head of Inclusion and SEND are in post in the summer term a link visit will be arranged. | HoG | Summer term |
| 14 | Add a paragraph on governance into document | CEO | asap |
| 16 | Financial Management Policy – revisions and executive summary | CFO | In advance of next mtg |
| 17 | Work with Chair and CEO on agenda planning, looking at the key focus of the meeting | HoG | In advance of next mtg |
| 18 | Follow up re Safer Recruitment training for ASCs | HoG | asap |