



**Address:**  
 Waterton Academy Trust  
 The Grove  
 Walton  
 Wakefield  
 WF2 6LD

*Waterton Academy Trust*

**Minutes of a Trust Board Meeting**

<b>DATE:</b> 19 October 2022	<b>TIME:</b> 6pm	<b>LOCATION:</b> Centre for Excellence, Waterton Academy Trust
<b>Attendees</b>		
<b>Chair:</b>	S Johnson	
<b>Trustees</b>	S Bates	J Shaw
	A Goudie	J Wathen
<b>Attending:</b>	D Dickinson (CEO) P Knox (CFO)	J Simpkins (Senior SIO)
<b>Clerk:</b>	L Clark (Head of Governance)	
<b>Apologies:</b>	K Davies, J Henson	

ITEM	ACTION
<p><b>1. Welcome</b></p> <p>The Chair welcomed all to the meeting. Introductions were made to J Wathen who had been appointed as a Trustee by Members on 29 September 2022. Trustees also welcomed J Simpkins to the meeting, Senior School Improvement Officer, who would be supporting on the Standards item.</p>	
<p><b>2. Apologies for Absence</b></p> <p>Apologies of absence were received and accepted from J Henson (who had sent apologies due to the Trust Board meeting being rearranged and it coinciding with a prior commitment). It was noted that K Davies had called to explain she was in a meeting with Ofsted following a two-day Ofsted inspection at the Trust where she is CEO and she would be willing to travel across to Walton, but would be late to the meetings. Given the circumstances and taking into account travel time, it had been agreed that K Davies would not attend the meetings late this evening, but would submit any questions to the Chair/SLT. This was accepted by the Trust Board and apologies were recorded.</p> <p>No apologies had been received from Neil Shaw. The Clerk explained that N Shaw had communicated with the Trust that he would be resigning from his role as Trustee with immediate effect following today's meeting. All relevant records will be updated. Thanks were recorded for N Shaw's contribution to the Board.</p>	
<p><b>3. Declarations of Interest</b></p> <p>The standing register of declarations of interest was noted and no further declarations were made.</p>	
<p><b>4. Appointment of new Trustee</b></p>	

ITEM	ACTION
<p>The Head of Governance updated Trustees that J Wathen had expressed an interest in being appointed to the Pre-School Trust Board as a Trustee, and to the Audit and Risk Committee. The skills and expertise he would bring to those groups were discussed, and it was further noted that this would ensure governance aligned with the pre-school articles of association as this requires three Trustees of the Pre School to be drawn from Trustees of Waterton.</p> <p>Resolution; Trustees appointed J Wathen to the Pre-School Trust Board for a term of four years, and to the Audit and Risk Committee.</p>	LC
<p><b>5. Minutes of the previous meeting held on 5<sup>th</sup> July 2022</b></p>	
<p>The minutes 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. It was confirmed that all 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> <p>Trustees were updated that the appropriate technology had been installed at the Centre for Excellence should Trustees wish to hold hybrid meetings in the future.</p>	
<p><b>6. Safeguarding, Risk Register and Conditions of Care</b></p>	
<p>Trustees were updated that there are no qualifying safeguarding issues to report to Trustees. Safeguarding is considered to be effective at Waterton, with audits currently ongoing across the Trust.</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. The committee had discussed the risk register and internal scrutiny in detail, and had agreed to review and update the risk register to ensure it is relevant and appropriate, and that the focus of internal scrutiny will be on risk management, succession planning for Trust leadership, and financial areas. Furthermore, the external review of governance will also form part of the programme of internal scrutiny work. Trustees were in agreement with the scope of work proposed.</p> <p>A slight amendment to the conditions of care was proposed to Trustees, to indicate that the Trust will not take on further schools in significant difficulty, given that there is no CESO (Chief Education Standards Officer) and three current schools with an Ofsted judgement of 'Requires Improvement.' In response to a question, it was confirmed that Trustees make the decision on conversions, using the conditions of care to inform strategic decision making. Current capacity of senior leadership of the Trust, and the School Improvement Team was discussed, as well as the ongoing significant pieces of work at CTA (Cherry Tree), SKA (South Kirkby) and KMA (Kings Meadow). Questions were posed by Trustees as to when there is likely to be the capacity to take on schools requiring improvement, and how far along their journeys to improvement are the schools in question. The CEO explained that there is a reputational risk should capacity be overstretched as this will also negatively impact on the other schools in the Trust. It is very rare the conditions of care be changed, albeit they are reviewed at every Trust Board meeting, but on balance at this point in time with lack of capacity it is felt to be in the best interests of the Trust as a whole to make this amendment. Trustees agreed and confirmed that this amendment should be reviewed as improvements are embedded in those schools.</p>	

ITEM	ACTION
<p>A specific question was asked about the ratio of schools requiring improvement to total number of schools in the Trust. The CEO indicated that approximately one in four can require significant work, but any more could have a detrimental impact on the Trust.</p> <p>The CEO provided a brief overview that he and the SI team are working on detailed Ofsted readiness plans for schools in the Ofsted window and training will be provided for governors to support with this. There is still a significant amount of work to do, but the rigour is in place.</p> <p>In summary, the CEO updated Trustees that the teaching and learning environment at CTA had significantly improved and in addition, suspensions had reduced by four fifths. The King’s Meadow Ofsted inspection was discussed. As noted in the report, KMA has recently been judged to be a school which ‘requires improvement.’ Steps are already underway to ensure that schools are not in this position again. An external lead has been appointed to lead annual reviews, ensuring that there is not a positive bias when completing the review process. It was acknowledged that the school has moved on significantly since joining Waterton, but that strategic planning from leaders was lacking. There are a number of positives including early years provision, safeguarding and behaviour at KMA.</p> <p><i>A confidential item was removed from the minutes to a separate document.</i></p>	
<p><b>7. COVID 19 Statement</b></p>	
<p>A brief update on Covid-19 was provided in the main report, noting that measures are heavily reduced in line with Government guidance. Risk assessments have not ceased, but there is a statement on websites to confirm that good hygiene practices are still in place.</p> <p>A question was asked by a Trustee on what level of cleaning was in place, and it was confirmed that many of the covid cleaning procedures remain in place as these are now considered best practice.</p>	
<p><b>8. CEO Headline Update</b></p>	
<p>The CEO provided a brief summary of the report highlighting the key updates.</p> <p>There have been conversations with schools in Leeds, Wakefield, Barnsley and Sheffield. Although no conversations have developed to conversions there have been a high number of conversations with requests to meet continuing to be received. The CEO had met a school this morning and it had been a positive meeting. There does not seem to be the same urgency from schools as there was when the White Paper was first published.</p> <p>A Trustee asked if Waterton are looking to grow organically or are there some of these schools which it would be more beneficial to specifically target to progress at a faster pace? The CEO explained that the local authority only has a certain amount of capacity to work on the academisation process, and this allows Waterton the opportunity to focus on the current schools in the Trust requiring significant work, with a view to bringing more into the Trust once there is more capacity. There was a detailed discussion by Trustees on where the main driving force is; with Waterton or with the schools exploring MAT opportunities, and how does Waterton ensure that as a Trust we are driven by our own strategic growth factors / conditions of care, and not by external factors such as the LA or the desire of schools. Through further discussions and questions, Trustees and the CEO highlighted that the key driver is Waterton’s child-centred approach, and that capacity to ensure that all schools in the Trust are delivering a high quality of education is paramount. Being true to Waterton’s mission statement, vision and values was reiterated by all, and this would be at the forefront of any Trustee decision making. It was discussed and noted that should a small MAT be identified as a suitable group of schools to join Waterton, as long as there was the SI capacity, then this would only be one piece of work and may be a more viable approach to growth of the Trust.</p>	

ITEM		ACTION
	<p>The CEO provided an update that he will present the growth strategy at the spring Trust Board meeting, and a thread of this is networking and developing strong relationships with MATs. Furthermore, the COO is working on a video to promote Waterton addressing and dispelling any myths which MATs or schools may have when they are considering joining a Trust. In response to a Trustee's question, the CEO concurred that there must be a point at which Waterton walk away from a conversation with a school, particularly if it is taking capacity away from the CEO and inhibiting progress with other conversations.</p> <p>The CEO reported on an issue in the Crofton community; the gate between Crofton Infants and Crofton Junior has been closed due to Health, Safety and Safeguarding risks for several years. A parent has requested that this be reopened to provide a cut through between the schools and has started a petition with some momentum from the community. Local councillors and press have also been approached. After a meeting of all Heads in the village the Crofton Infants school opening times will be amended to ease pedestrian congestion on the road in question. This will be trialled, with the possibility of a path being jointly funded by the 3 schools should this not succeed.</p>	
<b>9.</b>	<b>Head of Governance Headline Report</b>	
	<p>The Head of Governance provided a brief summary of the key points within the report. The review of the Scheme of Delegation was discussed which had been refreshed in full to bring it up to date with the Waterton governance structure and in compliance with best practice. In response to a question, it was noted that all documents should be in an easily accessible format. The clerk will progress this with the Head of IT at the Trust to ensure this applies to documents / websites.</p> <p>Trustees discussed the appointment of a Link Trustee for Safeguarding which is considered good practice. It was agreed this was an important role and should be in place to link with the Trust Safeguarding lead. The clerk will contact Trustees to seek expressions of interest for this role.</p> <p>Trustees discussed visiting academies to meet with the Headteacher and also the Chair of the ASC. This could work well to strengthen links with schools and provide Trustees with a greater understanding of the school environment. Trustees could also act as a critical friend in reviewing Ofsted readiness plans, or other key documents. It was highlighted that any visit should be planned in advance and have a focus.</p> <p>The Head of Governance also provided an update on the updated Keeping Children Safe in Education (KCSIE)2022, whereby all Trustees and Governors must undertake Safeguarding training. The Trust had purchased the NGA Learning Link which has a specific module to address this training need. All Trustees must complete.</p> <p>Resolution: Trustees confirmed approval of the Governance Code of Conduct and the Scheme of Delegation. Trustees approved the appointment of J Wathen to the Audit and Risk Committee and to the Waterton Pre School Trust Board.</p>	<p>LC</p> <p>LC</p> <p>All</p>
<b>10.</b>	<b>Standards Main Report</b>	
	<p>The CEO highlighted that this Autumn meeting has an SI improvement focus (Central operations in Spring, Finance in Summer). As there is currently not a Chief Education Standards Officer, J Simpkins (SIO) was attending to provide further detail on this item.</p> <p>Risk banding was reported upon, with judgements having consistently matched Ofsted inspections. Ofsted have visited several Trust schools; Walton and Mill Dam remain Good, and Lee Brigg remain</p>	

ITEM	ACTION
<p>Outstanding. Cherry Blossoms Pre-School have had a pre-opening inspection, with very positive comments. There were challenges at King's Meadow, with an acknowledgement from the Trust that the school have made significant progress on their School Improvement journey.</p> <p>The report for Hub/Trust Boards had been developed to show relevant data and the national context. Trustees commented positively on the way in which the data was presented and the ability to see variances and pick up on specific issues to address. Thanks were given to M Berry at Normanton Junior Academy who had supported with the creation of this report.</p> <p>There has been a school improvement focus in the East Hub, with the schools with the biggest challenges (Cherry Tree, South Kirkby and King's Meadow) making progress and continuing to improve. The locality is more challenging, and work is ongoing to address attendance. A snapshot of standards at each school was provided, with brief commentary in the report. At Cherry Tree results have improved from 2019, particularly impressive when considering the impact of the Covid-19 pandemic. Cherry Tree are predicting outcomes in line with national, which is a significant achievement and improvement for this school.</p> <p>There has been work at KMA to review the initial targets set, looking forensically at each child. Targets will be increased from the initial 30% range. Representatives were reminded that the Trust sets aspirational but achievable targets, but also that in the school's time with WCAT that some outcomes were in single figures.</p> <p>It was highlighted that the West Hub schools have been with the Trust the longest and are, in the main, doing well. Normanton Common have had a strong year, and Normanton Junior are doing very well.</p> <p>Trustees asked questions about the impact and evidence of the SI work, and what assurances are in place that all of this work will be embedded into school leadership. The CEO explained that the riskbanding/Self-Assessment Form (SEF), School Development Plan (SDP) and annual review process have been reshaped with support from S Gordon. These processes are based around Ofsted criteria. Riskbanding and the SEF are now one document, which informs the priorities on the SDP and gives areas of focus for the annual review, the report from which informs the next riskbanding document. An external lead has been appointed to lead annual reviews, ensuring that there is not a positive bias when completing the review process – there will be a specific focus on senior and middle leadership. There will also be a focus on middle leaders and their role in Ofsted and how they can articulate their subject areas. The rigour and processes are now in place, and this should provide Headteachers with confidence and resilience.</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><b>11. Finance Headline Report</b></p>	
<p>P Knox, CFO, explained that although this meeting did not have Finance as the main report, she had asked to attend due to current and approaching challenges, particularly around unfunded pay increases which had been announced by the government, which had followed the setting and approval of the Trust budget in July. To provide some context the CFO explained that a basic financial modelling had been undertaken to highlight the potential impact of the pay award upon the budget, and this had shown an accrual of c£210k of backdated pay which had not been accounted for in last year's accounts, with a figure of c£500-600K which has not been budgeted for next year. The impact of this is hugely significant, and there is currently no indication from the government as to whether this will be funded. The CST and other organisations have been lobbying for information and additional funds from the government, highlighting the negative impact that an unfunded pay</p>	

ITEM	ACTION
<p>award will have on budgets. There has been potential mention that Trusts with healthy reserves will not receive additional funding, but this is unconfirmed. Trustees felt frustration that this could be the case, as the Trust manages finances well to ensure adequate reserves are in place should they be required, and to improve the educational experience of the children.</p> <p>Trustees commented extremely positively on the energy savings which had been achieved due to electricity being bought a year in advance using a broker on the DfE framework. Over a five-year period there is the potential saving of c£1.8m. The CFO reported that other Trusts are in an even more challenging financial situation due to rising energy costs in addition to the pay award.</p> <p>Some rebudgeting work will be undertaken, and the finance team is meeting with Headteachers to look at how further savings can be achieved such as through supply costs, and planning overtime. There was a detailed and rigorous discussion which focussed on how to balance raising outcomes and delivering excellence in light of budget challenges and the possible need to reduce staffing. The CFO confirmed that staffing decisions will not be made lightly, and HR advice will always be sought.</p> <p>Trustees asked questions and discussed the extreme financial challenges and the unsustainability of underfunding and ensuring that this does not impact negatively on the education of the children. The difficulty of not having control over external factors or government decisions was highlighted, and thanks were given to the CFO and finance team for working hard to budget prudently given the challenging circumstances. Trustees wished to formally put on record that these budget challenges are unsustainable.</p> <p>A Trustee asked a question on the return of investments, highlighting that now interest rates have increased, it may be prudent to review current investment. All were in agreement that there must be surety and confidence on investment, but that maximizing funds was critical and a review of this would be pertinent.</p> <p>The Chair summarised the detailed, robust discussions, and asked if a specific decision was needed from the Board at this point in time. The CEO and CFO confirmed that at present there was no decision required, but that it was important that Trustees were aware of the national context and the potential financial impact, to inform the strategic plan and future decision making.</p> <p>Trustees thanked the CFO for on the comprehensive report and there were no further questions at present.</p>	<p>PK</p>
<p><b>12. Central Operations Headline Report</b></p>	
<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>The new Head of Estates is in post and working strategically with positive feedback to date and has already made significant savings on Estates through industry expertise and the review of plans. The new Head of HR has formerly worked with the Trust via an SLA, and as such it is known that this is a very experienced and knowledgeable team member who will generate savings by the provision of sound advice and decision making. Trustees commented positively on the importance of these role and the savings these individuals will generate.</p> <p><i>A confidential item was removed from the minutes to a separate document.</i></p> <p>A question was asked regarding HR processes at school level and what involvement Trust leadership have in school level appointments, particularly in light of budget challenges. It was confirmed that all vacancies come through to the HR central team for advertising and HR support, but schools</p>	



ITEM	ACTION
<p>undertake the interviewing. Challenges are made when schools are seeking approval for recruitment, but which have financial issues, but the final decision lies with schools. It was agreed that this should be reviewed to ensure a tighter control on staffing. The CEO confirmed that last year a point had been added to the Scheme of Delegation to provide the CEO with a veto on recruitment if required, as this had been in response to a poor staffing decision which had been made by a school.</p> <p>There was a discussion surrounding environment initiatives and supporting sustainability, and projects which could be potentially accessed to plant trees or receive funding for specific projects. This will be looked into further.</p>	
<p><b>13. Leadership Reshaping</b></p>	
<p>The CEO provided a summary of how the leadership structure would look in the central team, adding resilience and capacity. The role of a Deputy CEO was discussed in detail by Trustees noting that this role had been considered prior to the pandemic but the recruitment campaign had not generated candidates of a high calibre or with the correct level of expertise. It was felt to be of critical importance to allow the CEO to concentrate on his strategic role. There was a robust debate on what qualities and skillsets were required for the DCEO role, and whether the individual would have a business or school improvement background. Questions were raised about how to scope the role, and would it be more beneficial to have an individual whose core role was education and who would hold the Headteachers to account and have their respect as a leader within education. A question was raised whether an option could be to strategically grow the Trust by merging with a small MAT and the possibility that the CEO of a smaller MAT would be a good fit for the DCEO role. This was considered to be an option, although it would not allow the Trust the opportunity to scope the role on their terms and advertise and control a recruitment process.</p> <p>Timescales, costs, and recruitment processes were discussed at length. A question was asked about the Trusts five-year growth strategy and whether the recruitment of a DCEO was paramount to achieving the Trusts strategic objectives. If delivery is limited by capacity, then the Trust cannot fulfil its aims and ambitions. Succession planning was also critical to ensure sustainability of the Trust. Trustees concluded that this role is key in succession planning and creating capacity and resilience, and that an individual with strategic system leader experience in education would fulfil the skills gap and provide the CEO the capacity to concentrate on leading strategic growth. Trustees tasked the CEO with producing a job description for the role.</p>	DD
<p><b>14. Strategic Plan Update</b></p>	
<p>The CEO presented the strategic plan which has been updated in light of the Green and White papers released by the DfE, to ensure that the Trusts plans align with the DfE vision. It was commented that the strategic work has been difficult with the ever-changing secretary of state for education. A Trust Leadership group is now in place, meeting every half term, and there will be ownership of the operational work which sits below the strategic plan.</p>	
<p><b>15. Policy Update</b></p>	
<p>It was noted that all policies outlined on the Trust Board report had been approved by the Hub Boards. Trustees had reviewed and there were no further questions, and all policies were approved.</p>	
<p><b>16. Any Other Business</b></p>	

ITEM	ACTION
The Chair provided a summary of the performance management of the CEO which had been undertaken by a panel of Trustees using documentation produced by CST. The panel reported that the performance of the CEO had been judged highly, above expectations, and the panel had set objectives for the coming year.	
<b>17. Feedback to/from Hub Board and ASCs – Questions, Comments and Concerns</b>	
The Chairs commented there were no specific points raised by the Hub Boards for the Trust Board to comment on at this meeting.	
<b>18. Identification of Confidential items</b>	
A discussion within items 6, 12 and 16 were deemed as confidential and removed to a set of confidential minutes.	
<b>19. Confirmation of date and time of next meeting –</b>	
<p><i>AGM – Thursday 8<sup>th</sup> December, 6pm, Centre for Excellence</i>  <i>Trust Board - Tuesday 28<sup>th</sup> February, 6pm, Centre for Excellence</i></p> <p>J Wathen requested to attend the meeting on 28<sup>th</sup> February 2023 virtually as he will away with work and unable to attend in person. The central team will ensure the technology is in place for the meeting to be conducted as a hybrid meeting.</p>	LC/DD

**MEETING CLOSED 20:10**

**SIGNATURE:**

**DATE:**

**Actions from the Trust Board meeting held on 19<sup>th</sup> Oct 2022**

Agenda Item N <sup>o</sup>	Summary of Action	Who?	When?
4	Update governance records	LC	asap
9	Liaise with Head of IT on accessibility of documents/ website	LC	asap
9	Seek expressions of interest for Link Trustee for Safeguarding	LC	Before next meeting
9	Contact Trustees with details of the NGA Learning Link and ensure completion of Safeguarding training module	LC	Before next meeting
9	Plan Trustee visits to schools	LC / all	ongoing
11	Review investments	PK	Before next meeting
13	JD for DCEO role	DD	asap
19	Ensure the technology is in place for a hybrid meeting	LC/DD	For the next meeting