

ETHOS ACADEMY TRUST
BOARD OF TRUSTEES MEETING MINUTES
Thursday 23rd May 2019 at 5.00pm at Engage Academy

Present:

Victoria del Giudice (VG)	Chair
Lorraine Absolon (LA)	Trustee
Jane Acklam (JA)	Trustee
Graham Dewhurst (GD)	Trustee
Jo Firth (JF)	Trustee
Charles Haygarth (CH)	Trustee
Marcus Newby (MN)	Trustee
Andrew Rawson (AR)	Trustee

In Attendance:

Jayne Foster	CEO
Tracy Jackson	CFO
Hannah Lord (item 3 only)	Deputy Head Engage Academy
Melanie Nightingale	Clerk to the Board

Item		Action
1	<p>Welcome and Apologies for Absence:</p> <p>The Chair welcomed everyone to the meeting and apologised for her absence from the two previous meetings. Apologies for absence had been received and accepted from Rob Whitehouse (RW)</p>	
2	<p>Minutes of Previous Meeting 4th April 2019:</p> <p>The minutes were unanimously agreed as an accurate record and signed by the Chair.</p>	
3	<p>Engage Academy: Case Study (Hannah Lord)</p> <p>The Deputy Head Teacher of Engage had prepared two case studies to present to Trustees.</p> <p><u>Pupil 1</u></p> <p>This pupil had been at Engage twice and was currently in Y6. He came to Engage for the first time in Y4. He was from a vulnerable family known to social care. He would only work one-to-one with another adult. At end of Y4 his Mum wanted him to return to mainstream, which he did with support from Engage outreach team. He struggled with the classroom environment due to anger, anxiety etc. He remained in mainstream throughout Y5 but with one-to-one provision. The pupil returned to Engage in Y6 and is accessing fulltime classroom learning. He has completed SATs, is socialising with others and is taking part in sports events. He has made the biggest progress in social, emotional and mental health (SEMH). This pupil is attending a weekly football session outside of school hours in the local community. He recently wrote to Tesco asking for funding for the school and this was successful. When asked to comment on his experience at Engage, he said that he liked the small groups and the fact that the staff listen and work one-to-one. He would like the school to be closer to his house! This pupil will move to a mainstream school in Y7 and Engage hope they have set him on the right path for the future.</p> <p><u>Pupil 2</u></p> <p>This pupil had been at risk of permanent exclusion from his previous school. There had been social care involvement and a family bereavement. He had been out of education for 15 weeks prior to coming to Engage and there was no special educational needs (SEN) paperwork in place. His previous attendance was 88%, which increased to 97% at Engage.</p>	

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	<p>Engage arranged counselling for him. He made progress in Maths and English and his spelling age improved by 2 years due to interventions at Engage. Significant progress was also made in SEMH. The school plan to take him on a transitional place to help him develop further over the course of the next year. When asked to comment on his experience at Engage, this pupil said he likes breakfast and Poppy the dog.</p> <p>Trustees thank the Deputy Head Teacher for her presentation.</p>	
	Strategy and Planning	
4	<p>Budget Forecast Return Outturn</p> <p>This was the projection for the current financial year in terms of income, expenditure and capital. It had been circulated to the members of Finance, Audit and Risk (FAR) Committee and reflected the management accounts. The budget forecast return outturn was submitted last Tuesday and had been approved by the Finance, Audit and Risk Committee. Trustees commented that they were approving the outturn retrospectively this year(although it had been circulated electronically for feedback ahead of submission) and asked if they would approve it in advance next year. TJ would check the timings of the meetings for next year to ensure this.</p> <p>Trustees asked if the management accounts complied with the ESFA bulletin. TJ was sure this was the case but would double-check for future reference.</p>	TJ
5	<p>Business Plan / Staffing Structure Update / Future Trust SLT Structures</p> <p><u>Business Plan</u></p> <p>This would be deferred to the next Trust Board following the discussion at the FAR committee.</p> <p><u>Staffing Structure Update</u></p> <p>The CEO reported that shortlisting had taken place for the roles of HR Manager and Chief Operations / Compliance Officer, there were five potential candidates for each role and interviews would take place in June. The CEO was delighted with the quality and range of candidates and was looking forward to having these roles filled for September. An update would be provided at the next meeting.</p> <p><u>Future Trust SLT Structures</u></p> <p>The CEO and Chair had met to look at the School Development Plan and the future and vision of the Trust regarding income and structure. Medical needs, outreach, exceptional needs and exclusion were key elements of the structure. Responsibility for these areas was currently part of the executives' roles. The CEO and Chair wished to propose to the Trustees that a new director role be created to develop these elements, enabling the PRUs to focus on teaching. The suggestion was to offer this role to the current Head of Reach, who was already held in high regard across Kirklees and had an outward-facing relationship with key stakeholders. It would be possible to find a replacement Head Teacher for Reach but not as easy to fill the director role externally.</p> <p>There was a discussion about the current situation of Heads holding additional responsibilities, the effect on their overall performance and how taking away these "bolt-on"</p>	

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	<p>roles would make it easier for Heads to focus on curriculum, learning, progress reporting, safeguarding etc.</p> <p>Trustees questioned transparency in salaries and performance management Trustees also asked if this would be a temporary post given the SLA with the local authority. The Chair took these points on board. It would depend whether the performance related specifically to Head role or other elements and this would need unpicking. Consideration also needed to be given to whether this proposed new role was beneficial to the Trust.</p> <p>Trustees questioned the extra cost of creating a new role and recruiting a new Head and asked if the new director needed to be a teacher. It was explained that the new director would need to have a good standing within the local authority, as well as a good understanding of exceptional needs.</p> <p>Trustees expressed concern about the salary and if the role was equivalent to a Head Teacher. They were concerned the candidate would not be able to meet the Head Teacher standard if he / she was fulfilling a wider role. It was explained that the new director role would be more of a CFO-equivalent role rather than a Head Teacher.</p> <p>Trustees asked if it would be possible to set out what the role is and how it would all come together under one individual. The CEO agreed to scope out a role and put together a business case for further consideration by the Trustees.</p>	CEO
6	<p>CEO Report (circulated prior to the meeting)</p> <p><u>Core Values Paper</u></p> <p>The CEO tabled this paper that had been put together at a vision session on 22nd May 2019 involving the SLT and Trustees. It had been agreed at the vision session that “Inspire, Believe, Achieve” were not the ‘right’ core values. The following core values, as listed on the tabled paper, had been put forward at the vision session.</p> <ul style="list-style-type: none"> • Leading with integrity • Thinking innovatively • Encouraging professional freedom and responsibility • Celebrating achievement • Driving continuous improvement <p>The CEO asked Trustees if this was an accurate reflection of the discussion at the vision session and, for those who didn’t attend, if this captured the essence of the Trust’s values.</p> <p>Trustees suggested that more information was given on what each of the values meant but felt that the overall concept was accurate.</p> <p>Trustees commented that children and community were missing from the values. It was explained that the mission of “Nurturing inclusive learning communities” captured this. However, “learning community” was quite specific and there may be a need to include something about the whole community. There was some discussion around learning communities referring to schools but the word community including the parents and family.</p> <p>Trustees asked if the target of six schools in the section about the mission for the next 3 years was necessary. This sparked further discussion about the definition of the term “mission”. Strategic objectives were the points listed under mission whereas the mission</p>	

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itself was more of a strapline. **Trustees suggested that “over next three years our mission” be changed to “over the next three years our strategic objectives are”.** It was also suggested that the core values document be shared with learners for their opinion. **Trustees agreed that the mission and core values should be rolled out further and tweaked accordingly.**

CEO Report

The CEO highlighted the following points from her report:

1.3 Trust Growth Preparation and Readiness

Howard Park Community School had expressed an interest in becoming a member of the Ethos Academy Trust. The CEO and Chair had presented to Howard Park. The CEO suggested that Ethos Academy Trust needed to think about what it could offer mainstream schools interested in joining the Trust.

Trustees queried the process of pitching to another school and asked if it was the wrong way around if the CEO and Chair visit a school, come back with a recommendation and then the Trust disagrees? It was explained that before a pitch was arranged the growth plan would be consulted to see if the potential new school fitted with this. If the school we presented to was interested, arrangements would remain informal until due diligence had been carried out. An application to the DfE could only be made after due diligence and agreement from the Trust Board. An academy order document would be drawn up if it was felt that the match was suitable. Further due diligence would then take place and a funding agreement would be completed, which would last for seven years initially. This would serve as a break point for the DfE if they felt that the academy wasn't working.

Trustees asked if it was normal for the Trust not to know that a visit to pitch to a potential new school was taking place. It was explained that it depended on the timing of visit. The CEO would inform the Trust in advance if the Board of Trustees meeting was taking place before the school visit otherwise the Trust would be informed afterwards.

Trustees highlighted the importance of understanding the growth strategy so that if Ethos were approached they would know whether the opportunity was worth pursuing. The CEO agreed to put together a paper about what the MAT would want to look at in terms of type of school we would take into the academy, criteria in terms of good and outstanding mix, one or two form entry primary. This would be presented at the July meeting.

Trustees asked how we ensured that this was not about schools wanting access to specialist services through the back door. The CEO explained that she had considered this. The processes for children obtaining a place in the PRU would not change if a mainstream school came into the Trust and they would not get preferential treatment by being part of the Trust. This had been put across at the meeting with Howard Park.

Trustees asked how to turn down a school if it didn't fit with the Trust's criteria. Such a visit would not take place. The MAT would speak to the Head of the school wishing to join and would say we were not interested in forging a relationship at this time. If it was a school that had worked alongside the MAT we would know some of the pitfalls. If we wanted to work

CEO

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with the school but there wasn't buy-in from stakeholders, we would work with the Head to convince the wider stakeholders.

Trustees asked if the MAT was actively seeking out opportunities to attract new schools.

The CEO reported that she had begun working with local schools in Wakefield and met with senior leaders within Kirklees on a termly basis. Howard Park was the key to opening the door for other mainstream schools to join Ethos. The CEO was finding opportunities and getting the message out in strategic forums.

Trustees asked about marketing and if the Trust's external image needed work so that it wasn't just seen as a PRU. It was concluded that focusing on children rather than presenting flashy documents was the best way forward.

Trustees asked why the MAT must grow and what the criteria were to determine this. It was explained that growth was an expectation from the outset. There was no perfect size but there were some benefits in economies of scale and sharing best practice. It enabled the MAT to become more self-sufficient with an internal network of support at a time when local authority provision was diminishing. A mixed trust provided opportunities for staff and children.

1.5 Trust KPIs

The focus for this meeting was attendance KPIs. Targets had been set at the beginning of the academic year based on individual schools' overall attendance data for 2017 (i.e. pupils who were attending an Ethos Academy Trust school at the time). At the time these targets were set the Trust did not know which pupils would be attending the schools during the 2018/19 academic year. KPIs were broken down by category of pupil in each setting. Reach and Engage have PRU-based and Exceptional Needs. Ethos also has medical pupils (too unwell to attend mainstream) and complex pupils. It was difficult to set targets for the medical pupils, as some children were very poorly or terminally ill. It was noted that attendance at Reach was 82.86% against a target of 88% but when the value-added data was considered the cohort had surpassed this target. This demonstrated that the pupils were starting at a lower baseline during the current academic year.

Trustees commented that value-added was important in showing how much better pupils fared within Ethos Academy Trust as opposed to mainstream and this presented a more positive picture. They asked how realistic targets could be set when the MAT did not know who the pupils were going to be when the targets were set. Trustees asked if there should be realistic national aspirations for the PRU category and asked where the KPI that medical pupils attend for half of the year came from. It was explained that there wasn't a "one size fits all" solution. There was some discussion about whether it was realistic to set targets in medical situations. It was a case of balancing Trustee requirements with Ofsted requirements. Attendance received a lot of scrutiny from Ofsted. Using value-added data shows a rapid and sustained increase across the Trust.

Trustees asked if any further support was needed with attendance. The CEO reported that it had been focused on and work had been done on it, which had resulted in the significant gains reported. Attendance will continue to remain a priority for all schools.

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	<p>Trustees asked how often the schools received data. It was explained that it could be viewed daily on School Pod but data reports were produced half-termly. The CEO asked the Trustees if termly data reports were better for them than half-termly. Trustees agreed that they were happy to receive a termly data report.</p> <p>Trustees expressed concern at the high level of staff absence. It was noted that this had also been highlighted in the Curriculum & Standards Committee today and that MN had requested a report from Heads / Deputies for the next committee meeting giving a more detailed breakdown of teaching vs support staff absence with reasons. It was recommended that this report also be submitted to the Board.</p> <p>It was agreed that health & safety data would be the focus for the next meeting.</p> <p><u>1.7. Board / Committee Calendar 2019/20</u></p> <p>The CEO had proposed four options for Trustees to consider before scheduling next year's meetings.</p> <p>Trustees commented that a separation of committee meetings and board meetings was essential to allow time for committee minutes to be submitted to the Trust Board. It was felt that option 3 (Increase the length of committee meetings and hold separately to board meetings but reduce the number of board meetings to 4, two in the autumn term, one in the spring term and one in the summer term) would not be detrimental to outcomes but it was important to consider how often Trustees were being asked to come into the school.</p> <p>JA agreed to share her Trust Board's plan for the year, which was in line with the Governors' Financial Handbook. There was some discussion around daytime versus evening attendance of meetings with mixed responses. It was noted that Trustees would organise their time to fit the meeting schedule.</p> <p>Trustees asked if it would be logical to reduce the frequency of committee meetings to quarterly so that committees were held ahead of board meetings. It was suggested that the Curriculum and Standards Committee could be reduced to termly. Trustees agreed to choose option 3 with the suggestion that there be a 3-week gap between committee meetings and board meetings. The CEO agreed to speak to Jo-Anna Barr at EduClerks about creating a meeting schedule for the year setting out the topics to be discussed at each meeting.</p> <p><u>1.6 Paperless Proposal</u></p> <p>There was a brief discussion about printed vs digital packs at committee and board meetings. Trustees agreed with the paperless proposal, provided that the documents were displayed on the screen at meetings and that there was access to WiFi for those bringing their own devices.</p>	<p>Heads CEO</p> <p>JA</p> <p>CEO</p>
7	<p>Vision / Strategy Meeting Follow Up Discussion</p> <p>This was covered in the CEO report (item 6).</p>	
8	<p>Committee Reports and Priorities</p> <p><u>Pay and Performance Committee</u></p> <p>This committee had not met since the previous Board meeting.</p> <p><u>Finance, Audit and Risk Committee</u></p>	

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Good progress had been made on accounts. The 3-year forecast was showing a deficit in year 3. The committee had discussed a mitigation plan for this and there would be an update to the business plan for income generation. The capital and reserves plan would come to the next meeting. The outturn forecast budget and the reserves policy was approved.

Alternative providers were being considered following the failed CIF bid for the roof.

The internal audit tender was discussed and alternatives would be considered.

The health & safety policy and KPIs were discussed. It was agreed that any RIDDOR events needed to be reported at every meeting and the CEO would work with the health & safety lead on this. A separate meeting would be held to review the risk register in more detail.

The Chair referred to the replacement of the hall at Reach, which had been agreed at the FAR. The Chair queried whether or not the Board had followed their own SoD and that it was difficult to approve the proposal made by the Exec team in isolation, as significant spends such as this should form part of a Estates Management Plan/Capex Plan informed by Condition Surveys, H&S reviews etc as there may be more pressing items that require significant spend.

It was explained that the role of the new Chief Operations / Compliance Officer would be to look at matters like this. Also, the DfE condition survey was the starting point for looking at projects in terms of priority. It had been made clear to the FAR that the decision about the roof at Reach had to come to tonight's board. There would be some abortive costs but it could still be stopped. It was noted that the new hall would be a positive space for the children and for staff training, as well as an area for the wider community to utilise with potential for income generation. There was some discussion about which part of the budget this project should come from, e.g. reserves, capital, curriculum development. The business plan, capital plan and risk register should inform this decision. There were some health & safety elements to consider, which would be solved by going ahead with this project.

The procedure for approving the project was clarified is as follows:

CEO and CFO can authorise up to £15k. Anything above goes to the Board. For projects above £2.5k three quotes were required and for projects over £25k a tendering process must be carried out. The total project cost for the new hall at Reach was £65k.

Trustees requested to see the full paper trail before signing off this project. It was noted, however, that the CFO had put together a business plan detailing the work to be done that had been presented to the Finance and Risk Committee.

Trustees agreed that the process should be halted and there should be a full paper trail before going ahead with the new hall at Reach. Trustees agreed to proceed with drawings from architects in order to be able to go out to tender.

Curriculum & Standards Committee

The committee had looked at progress data but would value a meeting to look at KPIs, considering that the pupils who started the year were different from the ones at the end of the year.

The committee had agreed the contractors' policy.

DSLs had been asked to continue meeting regularly to discuss action plans.

CEO JF

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	<p>The committee had highlighted that safeguarding should be on every board agenda but it wasn't on tonight's agenda.</p> <p>Pupil Premium required further discussion, as the Trust was not receiving the required funding for the number of eligible pupils. It was suggested that the Board received an annual PP report.</p> <p>The committee had agreed that Deputies / Heads would bring safeguarding case studies to the next meeting (this had come out of the external safeguarding report).</p> <p>Trustees asked if there was a safeguarding action plan. It was reported that there was an action plan and it would be reviewed following the recent audits.</p>	
	Governance and Compliance	
9	<p>Board Membership Update</p> <p>The Chair reported that she had had a discussion with the CEO prior to the meeting to advise that she would not be standing for re-election in September, as she did not have the capacity to continue with this role and didn't feel she could do the position justice in the limited time she had available. The Chair suggested that those considering the Vice Chair role could instead consider being Chair. She asked people to indicate their interest sooner rather than later to allow time for recruitment. She confirmed that she would continue as a Trustee.</p> <p>Trustees noted their thanks to the Chair for her hard work.</p>	All
10	<p>Statutory Documents and Policies</p> <ul style="list-style-type: none"> • SEN Policy - This was circulated prior to the meeting. The link Trustee had oversight of this. Trustees unanimously approved the policy. 	
11	<p>Matters Arising/Actions Update from Minutes of Meeting 04/04/2019</p> <p>Action Points were discussed and updated with most now being closed. The action about the draft strategic plan was closed and a new strategic plan aligned to the vision was requested for the next meeting. The only outstanding item was the signed copies of meeting minutes prior to February, which were to be provided by EduClerks. There were no other matters arising.</p>	
12	<p>Any Other Urgent Business</p> <p>None.</p>	
13	<p>Date and Time of Next Meeting:</p> <ul style="list-style-type: none"> ○ Thursday 11th July at Reach Academy Committees at 3.45pm Board of Trustees at 5.00pm 	

Agreed as an accurate record

Signed:Print Name:Date:

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Summary of Action Points:	Who?	When?
• Scope out a role profile for the proposed new director role and put together a business case for further consideration by the Trustees.	CEO	11 th July 2019
• Provide a paper detailing the criteria for the schools the MAT would consider taking into the academy.	CEO	11 th July 2019
• Provide a copy of her Trust Board’s meeting plan for the year.	JA	June 2019
• Speak to Jo-Anna Barr at EduClerks about compiling a meeting schedule for the year setting out the topics to be discussed at each meeting.	CEO	June 2019
• Consider standing for Chair.	All Trustees	ASAP
• Set up new strategic plan aligned with Trust vision.	CEO	11 th July 2019
• Signed copies of meeting minutes prior to February needed.	Clerk	ASAP