



**ABRIDGED MINUTES OF THE MEETING OF THE WHITE ROSE ACADEMIES TRUST (WRAT)
BOARD OF DIRECTORS HELD VIRTUALLY ON THURSDAY 29 APRIL 2021, COMMENCING
AT 5.30PM**

Present: Colin Booth (excluding Minute 20/21.38) Lydia Devenny((excluding Minute 20/21.38), Caroline Gruen, Erica Hiorns, Annie McMaster, Paul Morrissey, Margaret Parkes, Kate Pearlman-Shaw (Vice-Chair), Helena Phillips (Chair), David Strachen, Andrew Whitaker, Chief Executive Officer (CEO) (excluding Minute 20/21.38) and Craig Williams

In attendance: Sam Corbett, Clerk to the Board, Angela Dunkerley, NGA Consultant (for Minutes 20/21.30 - 32 inclusive), Stuart Jolley, Chief Financial Officer (CFO) (excluding Minute 20/21.38) and Christian Wilcocks, Executive Principal (EP) (excluding Minute 20/21.38)

20/21.30 Apologies & Welcome

a. Apologies for absence & welcome

The Chair welcomed everyone to the meeting. All Board members were present.

b. Declarations of Interest with regard to any Agenda items

No declarations were stated other than those disclosed on an ongoing basis.

20/21.31 Board minutes and matters arising

a. Minutes of the Board meeting held on 25 February 2021

The Minutes of the previous meeting were considered and agreed as a true and accurate record.

Resolved – that the Minutes of the meeting held on 25 February were agreed as a correct record.

b. Matters Arising

i. Summary of matters arising from previous meetings

The summary of matters arising to date was considered. The Board noted the updates against each item.

With regard to Minute 19.20.20 regarding a fair pay review, the Chair reported that discussion had taken place at the Luminare Remuneration Committee and further updates would be provided in due course.

The Vice-Chair reported that for item 20/21.23b, regarding drafting a Memorandum of Understanding (MOU) between the WRAT and Luminare, it remained outstanding. She advised that would lead on finding a suitable author for drafting a MOU prior to the next Governance Working Group Meeting.

Erica Hiorns provided a brief update in relation to Minute 20/21.26 regarding the work of the Academy Improvement Partner, indicating the action had been completed.

ii. Any other matters arising

There were no other matters discussed.

20/21.32

Strategy and Implementation

a. Introduce NGA Consultant & Governance Working Group Update

The Chair introduced and welcomed Angela Dunkerley, who was facilitating the Board's Development Programme through the National Governors Association (NGA).

The Vice-Chair gave a brief verbal update in respect of the of the ongoing tasks being managed by the Governance Working Group, as detailed in the meeting notes shared prior to the Board meeting. It was agreed that the Vice-Chair and Clerk would produce a paper regarding options for a future governance structures by the next Board meeting.

Action – the Chair and Clerk to produce an options paper regarding a future governance structure by the next meeting

The Chair provided a brief update with regard to progress made with the Schemes of Delegation and the exploration of options to create increased cohesion and effectiveness between the WRAT and the Group. She updated the Board about correspondence drafted by Luminare's legal adviser to Eileen Milner, Director of the ESFA, seeking pathfinder status for the Luminare Group (and on behalf of others in similar group models to the WRAT) which would enable the development of a governance and organisational model which would address some of the issues currently being experienced, for example, EFSA compliance around resources, related party transactions and dual roles. The Clerk agreed to share the letter following the meeting.

Action – the letter to Eileen Milner in relation regarding the pathfinder initiative to be shared following the meeting

b. Luminare & WRAT Vision and Strategy update

The Chair reported that there would be a follow-up session to review the outcomes of the World Café session.

The CEO thanked the Board for their engagement with the recent strategy refresh session. Next steps were detailed, specifically that:

- the CEO would commission an independent consultant and organise a further session to finalise the vision and create a strategic plan prior to the Board meeting in July.

A CEO responded to a query regarding engagement with the Local Accountability Boards. It was noted that the LAB's strategic plans would need to align with that of the Trust.

It was agreed that the Chair and CEO would develop a full timeline for Vision and Strategy planning.

Action – the Chair and CEO would develop a timeline for Vision and Strategy planning and organise a further session to finalise the vision and create a strategic plan

c. Board's Development Programme

Angela explained that White Rose registered for the NGA Board Development Programme in June 2019 but, due to an unfortunate combination of events, it had not been possible to follow the normal planned format. The DfE later decided that no new programmes would be funded, but agreed that those currently running could continue for a short time to allow them to leave boards in a strong position to move forward, meaning the programme needed to be brought to a conclusion fairly quickly.

Angela advised that she had shared many emails and held a number of conversations with the Chair and Vice- Chair since their appointment and prior to that with the Board's previous Chair and Clerk. She expressed that she was very much aware of the ongoing work needed to further strengthen governance arrangements across the Trust.

Next steps were detailed, i.e. to run the second Evalu8 exercise. Analysis and discussion around this would then provide a firm basis for planning future developments.

Angela expressed the importance of a 100% response rate to the Evalu8 appraisals as it would give the clearest picture of current governance arrangements. Angela explained that she would be involved in discussions at the meeting on 8th July and that the evaluation would provide a sound basis for agreeing a governance action plan.

Action - Evaluation of the second Evalu8 exercise to be done at the July Board meeting

d. UTC Update .

The CEO provided a brief verbal summary regarding UTC negotiations, indicating that a response had been received only yesterday, with further questions being presented to the Trust. The CEO advised that current predictions were that the UTC would not convert prior to January 2022.

The CEO and CFO responded to questions regarding:

- the potential negative consequences of the delay on the UTC's staff and pupils
- revenue funding.

e. Related party transactions

The Board noted a paper detailing ongoing discussions around related party transactions with Luminare, further to which the CFO provided a brief overview.

f. Leeds Learning Alliance Update (LLA)

A paper providing details regarding ongoing engagement with the LLA was received. The CEO thanked the Chair for her commitment to carrying out additional responsibilities through this role.

g. Academy Improvement Partner Report

The Board noted the positive report from the Academy Improvement Partner (AIP) in relation to the online learning provision, commending staff for their achievements.

Following a query, it was confirmed that the Executive Principal would follow up all the AIP's recommendations with Academy Principals.

Board members highlighted key matters from the report and discussed further, i.e. the provision for SEND pupils, Curriculum X and digital poverty implications. The EP re-assured the Board that all would be areas of focus for Principals.

h. Safeguarding Link Director Report

A report focussing on Safeguarding produced by Annie McMaster as Link Director, was positively received and considered in detail. Annie provided a brief verbal summary highlighting the issues currently being reviewed by the Trust.

Detailed discussion took place in respect of Annie's suggestion around considering providing/commissioning some services centrally, specifically:

- Mental health support;
- Educational psychologist;
- Professional supervision for safeguarding leads.

The CEO advised that each academy already had strong links through the Local Authority Cluster and had ongoing access other external organisations such as Nuffield Health.

In respect of specific areas of focus for the Safeguarding Link Director and the Trust's Safeguarding Working Group, it was agreed that the Governance Working Group would consider what was required, at its next meeting.

Action – the Governance Working Group to consider areas of focus for the Safeguarding Link Director and the Trust's Safeguarding Working Group

In the meantime, it was suggested that the Safeguarding Link Director draft a Terms of Reference for the Trust's Safeguarding Working Group

and make contact with Ken Morton who could provide further support and advice on these matters.

Action - the Safeguarding Link Director draft a Terms of Reference of the Trust's Safeguarding Working Group and make contact with Ken Morton

i. External review of Equality and Diversity

The Board reviewed a paper detailing a proposed scope for the external review of the equality and diversity. A few additional suggestions were made, i.e.: exploitation and harassment (following the Everyone's Invited Campaign) a review of Equality Impact Assessments and a review of the Board's Diversity Profile, further to which the Board agreed to the proposal.

Resolved – the Board agreed to the scope with additional matters incorporated as detailed above

Angela Dunkerley left the meeting at this juncture.

20/21.33

Trust Board and Committees governance related matters

a. Matters referred by LABs

The Chair of the Mill Field LAB queried if all LAB members could have a subscription for The Key for Governors. The CEO agreed to the request.

Action – the CEO to purchase a Trust-wide subscription to The Key for Governors

b. Re-appointment of Paul Morrissey to the LAB (2nd term)

The Board considered and agreed to the re-appointment of Paul Morrissey to the Leeds City LAB for a second term of office.

Resolved – the Board approved to the re-appointment of Paul Morrissey to the Leeds City LAB for a second term of office

c. Extension to existing Trust-wide policies

The Board was asked to extend the review dates of the following policies to September 2021:

- Newly qualified teacher;
- Governor role and person specification;
- Trustee role and person specification;
- Reserves Policy;
- Invacuation and Evacuation Policy.

Resolved – the Board agreed to extend the review dates of the policies listed above

20/21.34 Audit, Risk and Finance Matters

a. Audit, Risk and Finance Meeting Minutes

The Board received and noted the 30 March Audit, Risk and Finance Meeting Minutes.

b. Internal Audit - Health & Safety

The Board received and noted the internal audit relating to Health and Safety which had been fully reviewed by the Audit, Risk and Finance Committee.

c. Appointment of External Auditors

The Board was invited to approve the appointment of BHP LLP as external auditors for the Trust for an initial term of three years, with the option to extend the appointment for a further two years (as recommended by the Audit, Risk and Finance Committee). The reappointment of BHP had been pre-approved by the Trust's Members at their meeting in April, as required by the Academies Financial Handbook.

Resolved – the Board approved the re-appointment of BHP as external auditors for the Trust

d. Review of Trust Strategic Risk Register

The latest Risk Register was received and considered.

e. Financial Performance Report as at February 2021

The Board received and noted the Financial Performance Report as at April 2021, which was summarised by the CFO.

f. SRM return 2019/20

The Schools Resource Management Return for 2019/20 was noted.

20/21.35 Executive, Operational and Communication Updates

a. Executive Principal's Report

The Board received, discussed and noted the EP's Report.

A suggestion was made in respect of female mentors from the within the Board and LAB structure, which was noted by the EP.

A question was raised regarding the plans for year 11 leavers, further to which the EP provided a brief overview.

The EP provided an summary of the Centre Policy for Centre Approved Grades which was intended to ensure that Centre Approved Grades were determined fairly, consistently, free from bias with clear guidelines and support for staff. It was noted that the 'centre' met all requirements set out by the Department of Education, Ofqual, the Joint Council for Qualifications and awarding organisations for Summer 2021 qualifications.

A few changes were suggestions, details of which were noted by the EP.

Detailed discussion took place regarding consistency of approach and techniques being used across all three secondary academies and the quality assurance process surrounding this.

Resolved – the Board approved the Centre Policy for Centre Approved Grades subject to the suggested changes being made

b. CEO's Update and communications between meetings

The CEO thanked the Board for the resolutions agreed between meetings, as detailed in the paper.

20/21.36

a. Any other business

No other business was discussed.

b. Cycle of business

The Board received and noted the cycle of business.

It was suggested 2022/23 planning be done in liaison with the Group's Director of Governance.

Action – the Clerk to contact the Group's Director of Governance in respect of 2022/23 planning

20.21.37

Meeting Arrangements

It was confirmed that the next meeting would take place at Leeds City Academy on 8 July at 5.30pm

Colin Booth, Lydia Devenny, Stuart Jolley, Christian Wilcocks and Andrew Whitaker left the meeting at this juncture

20/21.38

Confidential

Particular items were deemed to be confidential and these were recorded separately as confidential part 2 items.