



**ABRIDGED MINUTES OF THE MEETING OF THE BOARD OF DIRECTORS HELD ON THURSDAY 12 DECEMBER 2019 AT LEEDS EAST ACADEMY, COMMENCING AT 5.30PM**

**Present:** Colin Booth, Lydia Devenny, Caroline Gruen, Erica Hiorns, Kate Pearlman-Shaw, Jane Pither [Chair], Darren Shickle, David Strachan, Andrew Whitaker and Craig Williams

**In attendance:** Toby Cale, Vice Principal, Sam Corbett, Clerk to the Board, Stuart Jolley, Chief Financial Officer and Chris Reynolds, Trust Vice-Principal

**PROCEDURAL MATTERS**

**19/20.11 a Apologies for absence and welcome (if any)**

Apologies were received from Margaret Parkes, Paul Morrissey and Helena Phillips.

The Chair reported that Darren Shickle had tendered his resignation, to take effect following the meeting. She expressed thanks on behalf of the Board for Darren's commitment to the role.

**b Any declarations of interest**

Kate Pearlman Shaw declared her association with Gatenby-Sanderson.

Erica Hiorns declared her association with the Leeds University Technical College.

There were no further declarations of interests, other than those declared in the Register of Interests.

**BOARD MINUTES AND MATTERS ARISING**

**19/20.12 a Minutes of Board meeting held on 17 October 2019**

The Minutes of the Board meeting held on 17 October 2019 were considered and approved by the Chair.

**Resolved – The Minutes of the Board meeting held on 17 October 2019 were approved as a correct record by the Chair.**

**b Matters arising**

**i Summary produced by Clerk**

The summary of matters arising to date was considered.

The Board noted the updates against each item.

With regard to Minute 19/20.01a, the Chair made reference to decisions at the last meeting that had required a written resolution due to being inquorate, confirming that this had been completed.

With regard to Minute 19/20.03a relating to Leeds Learning Alliance (LLA), the Chair reported that the Executive Principal (EP) would be meeting with a LLA representative to ascertain further clarification on matters, following which an update would be provided at the Away Day.

**ii Any other matters arising**

No other matters were raised.

**COMMUNICATIONS**

**19/20.13 a Chairs' & Directors' communications**

The Chair referred to an internal meeting focussing on governance matters, which had been valuable.

The Chair and EP provided an update regarding a meeting that had taken place with the Regional School Commissioner (RSC) and Education and Skills Funding Agency (ESFA), indicating that there had been insightful discussion relating to a wide-range of matters. A letter summarising the outcome would be sent in due course.

**b EP's communications**

The EP reported that he had received the report from the Schools Resource Management Advisor (SRMA), which would be discussed during the Board's Away Day.

**Action – the Clerk would add the SRMA report to the Away Day agenda**

**c Any matters referred by LABs**

No matters had been referred to the Board by the LABs.

**STRATEGY**

**19/20.14 a Strategy Update Presentation**

The EP delivered a presentation relating to strategic planning, which had been provided to the RSC earlier in the week. He highlighted key areas for consideration, which focussed on the Vision up to 2025 and associated risks and mitigation. He highlighted the rationale behind the approach, which focussed considerably on the Trust's 'moral purpose'; working with significantly deprived communities to improve life chances of pupils on Leeds.

The EP informed the Board that he expected to be able to confirm the outcome of the 11-16 Free School application by the next meeting.

In response to questions relating to Mill Field Primary, the EP indicated that positive relationships had been established with management and the Trust already had a high-level awareness of the operational challenges. He advised that the formal due diligence process would commence early in the new year.

Detailed discussion took place regarding the Leeds University Technical College (UTC). Concerns were raised regarding undersubscription and poor reputation and profile of UTCs nationally. A number of board members were supportive, highlighting the opportunities associated with offering technical education.

The EP advised that the Trust and the Luminate Group would be providing leadership support to the UTC from January to August 2020. He also explained that at such an early stage in the process, discussions had not been held with the RSC in relation to financial support.

The EP noted the Board's concerns of over-stretching the leadership team as well as the risk of reputational damage if not successful.

## Private and Confidential

Detailed discussion took place in relation to the potential risks associated with taking on a wide variety of provisions when the Trust only had secondary academies currently. The EP made reference to the significant number of partnerships which strengthened the Trust's ability to succeed in Special and Primary provisions.

The Board were supportive of the Mill Field Primary conversion, subject to appropriate support being sought.

The Board agreed to engage with the consultation for the 4-16 Special School.

The Board gave their support, in principle, for the Trust being a potential sponsor for the UTC. It was recognised that significant information and assurance would be required to progress further.

## **PERFORMANCE MANAGEMENT & SCRUTINY – SCHOOL IMPROVEMENT**

### **19/20.15 a EP's Report & Data Dashboards**

#### **i Executive Summary/narrative re dashboards**

The Board received and considered an Executive summary and narrative in relation to the dashboards. The Vice Principal (VP) provided a verbal summary.

In response to questions regarding attendance, the VP described the interventions in place. He provided assurance that the strategy to improve attendance was robust. The Board noted the impact of the national Norovirus outbreak.

The VP provided a brief description of a number of creative strategies, which were successfully improving the attendance of pupils who are persistently absent.

In response to questions relating to SEND pupils falling below national average in English, the VP described interventions in place. He anticipated that it would be reflected in the 2021 summer results.

#### **ii Outcomes dashboard**

The Board received and considered the Outcomes Dashboard.

#### **iii PDBW dashboard**

The Board received and considered the PDBW Dashboard.

#### **iv SEND dashboard**

The Board received and considered SEND Dashboard.

### **b Academy Improvement Partner Report – Safeguarding**

The Board received and acknowledged the Academy Improvement Partner (AIP) Report.

Following discussion regarding potential inaccuracies relating to Director/Governor Safer Recruitment training, the Clerk advised that she would follow up with the AIP following the meeting.

**Action – the Clerk would discuss Director/Governor Safer Recruitment training with the AIP**

### **c Appointment of Link Directors**

## Private and Confidential

The Board supported the following Link Director appointments:

- Special Educational Needs and Disability (SEND) – Craig Williams
- Safeguarding and Health and Safety – Helena Phillips (which would be confirmed following discussion with Helena)

As per Minute 19/20.11, Darren would no longer be continuing as the Link Director for Equality and Diversity therefore this would need to inform future recruitment.

### **d Equality and Diversity Link Director Report**

The Board received and noted the Equality and Diversity Link Governor Report. He indicated that there were some inaccuracies and missing information with the data submitted within the report. He identified areas for improvements, which were noted by the EP.

## **AUDIT & FINANCE MATTERS**

### **19/20.16 Audit and Finance Committee feedback, including reports recommended for approval**

#### **a Minutes of Audit & Finance meeting held on 25 November 2019**

The Board received and noted the draft Minutes of the Audit and Finance meeting held on 25 November 2019.

Lydia Devenny, Chair of the Committee, referred to key points that had been discussed in the meeting.

#### **b Annual Report & Accounts**

Further to detailed consideration at the Audit and Finance Committee, the Board considered the draft Annual Report & Accounts. The Annual Report & Accounts were approved.

#### **Resolved – the Board approved the 2019 Annual Report & Accounts**

The Board were reminded that the Trust would be inviting tenders for external auditors in 2020.

### **Reports for the Board**

#### **c External Audit findings Report**

The Board received the Audit Findings Report and noted the highly positive independent assurance provided by the Auditors, which had also been considered by the Audit Committee.

Appreciation was expressed to the colleagues involved in the audits and to the Audit Committee for its oversight on the Board's behalf.

#### **d Letter of representation**

It was agreed that the Chair would sign the Letter of Representation on behalf of the Board, as required by the auditors.

#### **Resolved – the Chair signed the Letter of Representation on behalf of the Board**

#### **e Financial Performance Report – 31 October 2019**

The Board received and considered the Financial Performance Report, which outlined the financial position for the period ending 31 October 2019.

The CFO drew attention to the latest outturn position. The favourable variance was due to the student numbers for each academy being in excess of the budgeted level.

He provided an update in relation to recent attempts to claw back funding from the EFSA for LWA arising from the closure of the sixth form, explaining that the matter had been closed without the desired outcome. The Board noted their disappointment.

As part of discussions the ESFA has agreed an early payment of the pupil number adjustment at LCA and along with a number of cost reduction initiatives and control of the timing of expenditure, the cash balance position was projected to remain positive during the year.

**f Staff performance management and remuneration**

*Chris Reynolds and Toby Cale left the meeting at this juncture.*

The Board received and considered the report relating to the most recent round of performance management reviews, following consideration by Local Accountability Boards, and the annual cost of living increase for teaching staff.

The CFO proposed that the Board adopt the recommendations from the independent School Teachers' Review Body (STRB), to raise the upper and lower boundaries of all teachers' pay ranges by 2.75%. He reminded the Board that the budget approved in July 2019 included provision for a 2% pay award. At the time the 2.75% pay award was announced, the government also outlined that there would be specific funding provided to schools to support the 0.75% element of the increase.

Following a question, the CFO confirmed that some Trusts had taken the decision not to adopt the STRB's recommendations.

He also proposed that the Board approve incremental pay progression arising from the outcomes of a rigorous annual performance review process, that had already been considered by each respective Local Accountability Board.

The Board questioned if any colleagues had not been awarded an incremental rise; the CFO confirmed that there had been colleagues who had been unsuccessful in receiving pay progression.

The Board supported both proposals.

**Resolved – the Board approved a 2.75% cost of living pay award**

**- the Board approved incremental pay progression for staff, as per the report provided**

**g Gender Pay Gap Report**

*Chris Reynolds and Toby Cale re-joined the meeting at this juncture.*

The Board received and noted the Gender Pay Gap Report. The CFO advised that the information for 2019 would be submitted to the government's online reporting portal and published on the Trust's website.

## Private and Confidential

The Board acknowledged that further scrutiny was required before deciding if further action would need to be taken.

**Action – the newly appointed E&D Link Governor would monitor if further action was required of the Board**

### **h Risk Register – November 2019**

The Board received and noted the November Risk Register that had been considered by the Audit and Finance Committee.

### **i LCA CIF Bid Report**

The Condition Improvement Fund (CIF) Bid Report relating to LCA was received and considered.

The Board was asked to approve the submission of the CIF bid, which included making a contribution from reserves and entering into a Salix loan.

The CFO responded to questions regarding the timing of payments and the consultant that had been appointed.

The Board supported the proposal.

**Resolved – the Board approved the submission of the CIF bid**

## **GOVERNANCE MATTERS**

### **19/20.17 a Annual review of compliance with Trust's articles**

The Board received and noted the report relating to a review of compliance with Trust's articles.

### **b LAB matters :**

#### **i LAB appointments**

The Clerk advised there had been no recent LAB appointments.

### **c Board Development Programme Update**

The Chair indicated that the Board's Development Advisor would be attending the Board Away Day,

### **d Plans for January Away Day**

The Chair shared draft plans for the January Away Day, which were supported by the Board.

## **OTHER MATTERS**

### **19/20.18 a Equality Statement and Policy**

The Board considered and approved the revised Equality Statement and Policy.

**Resolved – the Board approved the Equality Statement and Policy**

### **b Disciplinary Policy**

The Board considered and approved the revised Disciplinary Policy.

**Resolved - the Board approved the Disciplinary Policy**

**c Positive Handling Policy**

The Board considered and approved the revised Positive Handling Policy.

**Resolved - the Board approved the Positive Handling Policy**

**ANY OTHER BUSINESS**

**19/20.19 a Any other business**

No other business was discussed.

**MEETING ARRANGEMENTS**

**19/20.20 a Date of next meeting**

It was confirmed that the date of the next meeting was Thursday 27 February at 5.30pm at LWA.

The Board were also reminded of the Away Day on 18 January 2020 at 9am at Leeds City.

*The CFO, Toby Cale and Chris Reynolds left the meeting at this juncture*

**19/20.21 Review Principal's and CFO's performance and remuneration**

The EP presented a paper to the Board regarding the Academy Principals' and CFO's performance and remuneration, full details of which were outlined in a confidential Minute.

**Resolved – the Board approved the proposals from the EP regarding the Academy Principals' and CFO's 2019/20 performance objectives and performance related pay payments.**

**19/20.22 Review Executive Principal's performance and remuneration**

The Chair presented a paper to the Board regarding the EP's performance and remuneration.

The Board reviewed the paper, outlined in a confidential Minute.

In relation to the EPs proposed 2019/20 targets, the Board suggested that the objective relating to progress 8 be adjusted to reflect those of the Principals. Colin Booth agreed to amend.

**Action – that Colin Booth would amend the EP's 2019/20 objective relating to Progress 8**

**Resolved – the Board approved a salary uplift for the EP**

It was agreed that the EP's salary uplift would be reviewed again at the next meeting, following receipt of benchmarking information.

**Action – the Board would further review the EP's salary at the next meeting**

The Board were asked to approve a change in job title, in view of the proposed expansion of the Trust. It was proposed that the role was retitled to Chief Executive Officer (CEO). The Chair reported that this would necessitate minor changes to the job description, which were discussed when the EP commenced in post in September 2016. It was not believed that these would materially alter the nature of the role.

**Resolved – the Board approved the change in job title from EP to CEO**

The meeting closed at 8.15