

**MEETING OF THE BOARD OF DIRECTORS**

**OF THE ACTIVE LEARNING TRUST**

***held on Wednesday 13th December 2017***

***at The Lansdowne Club, London***

**MINUTES**

Directors Present: Ms L. Adams Mr J. Beswick

 Mr C. Bush Mrs J. Cutchey

Mr G. Hely-Hutchinson Ms M. Lloyd

 Mr G. Peile

Members Present: Mrs H. Capron Mr R. Dool

Officers Present: Mr D. Hilton Mrs K. Jarvis

Mr C. Paskell Ms M. Toft

Also Present:

 Ms J. Horn (Principal of Cromwell Community College)

Mr S. Bainbridge (Exec-Head of Highfield Ely and Highfield Littleport Academies)

 Mr J. Lewis (DfE)

 Ms F. Gillespie (DfE)

 Mr S. McAlpine (SBM – external auditors)

**10.** **WELCOME & APOLOGIES FOR ABSENCE**

Ms Adams welcomed all present. She introduced colleagues from the Department of Education and explained that they were in attendance as observers.

Apologies for absence had been received prior to the meeting from Mr Bateson, Dr Boddison, Mr Kerr and Mr Staite.

 No new declarations of interest were declared.

**11. AUDITORS REPORT & ANNUAL ACCOUNTS**

Mr McAlpine gave a presentation on the Annual Audited Accounts. Directors confirmed that they had received the accounts prior to the meeting. Mr McAlpine explained the audit approach, and its focus on addressing risks. The basic audit approach is to substantiate the matters asserted in the preparation and presentation of the financial statements, supplemented by compliance testing of controls and analytical review procedures. Additionally, there are tests to satisfy the work required on “Regularity” – a responsibility imposed by the ESFA.

All three of the new academies and five existing ones were visited, and evidence from others was gathered remotely. Samples were spread over all schools, with 60% of debtors, 80% of revenue and 100% cash at the bank being tested. Credit cards, expenses and policies and procedures were considered as part of the audit. Mr McAlpine was assured that the Trust gives good value for money, and ensures good use of public funds.

The Findings Letter (attached) states that there are “no significant areas for improvement”. Mr McAlpine highlighted the most urgent risk as GDPR which led to a discussion on the work already undertaken by the Trust in readiness for the introduction of GDPR in May 2017. He also referred to two further areas of risk being IT back ups and credit card use at one school. Mr Paskell was able to reassure directors that school back ups are being considered as part of the Trust ICT Strategy, and the credit card issue has been resolved. Mr Peile identified the work already done through the appointment of a compliance officer and the training and updates provided by Mr Paskell for heads and finance leads as evidence of Trust preparedness for GDPR.

Directors were pleased to hear that Mr McAlpine and his team had not identified any significant errors during the course of the audit. Visits had revealed dedicated and skilled staff at the academies delivering high quality information and robust internal controls, supported by the framework now provided by the central finance function.

Mr McAlpine applauded the appointment of a Compliance Officer, which he feels will enhance the capacity of the Trust to meet its obligations and ensure its schools are both efficient and effective in the delivery of financial administration. He commended the board and senior leadership of the Trust for recognising and responding to the rapid growth of ALT and for adapting to ensure better delivery of its resources.

Mr Hely Hutchinson asked if the board should be concerned about the risk surrounding the treatment of intercompany transactions. Mr Paskell explained that the treatment of intercompany is being considered throughout the Trust so that all schools follow similar guidance. He added that the capital funding has also been re-coded for year-end, along with grants received for new schools. Mr McAlpine added that he is confident the funds net off, so there is not a risk to the financial position of the Trust, and he has no view on how the Trust manages intercompany funds – he sees it as an internal decision.

Mr Hely Hutchinson asked if Mr McAlpine recommends anything going forward to meet any new requirements on us as a Trust. Mr McAlpine replied that the Trust should be mindful of the UK gaps and development of the Accounting Framework. The ESFA and DfE guidance for FMS102 will help with this.

Mr Dool asked if Mr McAlpine felt there were any risks that ALT were ill-equipped to deal with. Mr McAlpine replied that the biggest issue will be the introduction of GDPR, but feels that the Trust has already prepared itself as much as it can for this, and is awaiting further guidance from the ICO. The Board need to be aware that this may become an administrative burden.

Mr Beswick asked what the main GDPR issues will be for schools and the central Trust team – what are the big headings? Mr Paskell listed these as training of staff, the implications of non-compliance, the guidance not yet defined and managing ICT structures. He informed directors that this is not only for schools/MATs but will affect all commercial organisations. The newly appointed Compliance Officer has started working with a toolkit that the ICO have issued. Mr Peile stated that the RPA, the Trust’s insurers, are already providing training courses as part of their offer..

***Directors confirmed that they were happy for the Audited Accounts for the period ending 31st August 2017 to be presented to members, with a recommendation that they be approved for submission.***

*Mr McAlpine left the meeting at this point.*

**12. REPORT & PRESENTATION: CROMWELL COMMUNITY COLLEGE & HIGHFIELD SCHOOLS**

Directors confirmed that they had reviewed the Headteacher Reports that Ms Horn and Mr Bainbridge had provided prior to the meeting. Both were asked to highlight areas of particular note:

 **Ms Horn: Cromwell Community College**

Ms Horn expressed her thanks for the invite to the board meeting as it gave her the opportunity to meet directors, observe the work they do, and feedback to her staff. She informed members that Cromwell had chosen ALT as a sponsor (from several options) as governors and staff were impressed with the moral purpose that comes through, with pupils at the heart of everything, and not a corporate feel. Mrs Horn expressed her view that the moral purpose as outlined to her and the school governors before the college joined the Trust was evidenced in the day to day working of the Trust. Cromwell are pleased to be part of the Trust and work to date has reinforced that they made the right decision. Ms Adams thanked Mrs Horn for her comments in relation to the working of the Trust and expressed the view on behalf of the board on how pleased the Trust was that Cromwell was now part of ALT.

Other areas highlighted included:

* The expansion of Cromwell will be a large investment – but hugely exciting.
* Plans to improve the performance space to incorporate the local community.
* Primary provision coming onto site, meaning some families will be with Cromwell for 15 years. This is seen as an opportunity to build relationships within the community.
* Working with Kingsfield and Earith will strengthen links for primary provision.

Mr Bush commented on the phrase “moral purpose”. He stated that he was very pleased to hear it as it reflects how the Trust was set up. He asked Ms Horn about exam predictions for 2018. Ms Horn replied that Maths at L4 (old grade C) will be OK, but believes the L5 predictions are higher than will be achieved. This is due to data being based on the end of Year 10 – more realistic data will be available at the end of January when PiXL assessments are completed. English data is being challenged for accuracy of assessment. This is a priority of the school and two members of staff have been given TLRs for assessment to address this.

Mr Beswick asked how Cromwell address any lack of aspiration and ambition. Ms Horn replied that this is hard, but explained that the 6th form being part of the school (rather than a separate organisation ) plays a big part in showing what pupils can achieve. Those that go on to university are celebrated – as are the achievements of those who choose not to take the university route. Apprenticeship links with local employers are good, and parent engagement is key.

Mrs Cutchey asked if recruitment is a problem, and where staff access CPD. Ms Horn replied that recruitment is a struggle with each vacancy usually only attracting one or two applications. Schools Direct are used with success and a relationship is being investigated with the University of Bedford to become a Direct Partner. This will also link with Neale-Wade Academy and Littleport and East Cambs Academy and ALT Primaries. Cromwell is part of teaching alliances to access CPD, but impact is sporadic. Cromwell use experienced staff for internal CPD, and some UPS staff have an additional PMR target for whole school CPD. She also spoke about the initiatives employed to support disadvantaged pupils.

Mr Peile commented that there are exciting challenges ahead for Cromwell. It is hoped that the relationship with Kingsfield and Earith will develop into a powerful partnership, with early intervention supporting pupils for transition to secondary school. He added that Cromwell joining the Trust has also had a positive effect on Neale-Wade Academy, with the two secondary schools working well together. Mr Peile stated that the Trust would like other Cambridgeshire schools to join and be part of this.

**Mr Bainbridge: Highfield Ely (HEA) and Highfield Littleport (HLA) Academies**

Mr Bainbridge open by echoing Ms Horn’s thanks for being able to visit the board. He added that the support of ALT staff for opening a new school has been invaluable. Areas Mr Bainbridge highlighted included:

* Place requests system explained – a tough agenda for HLA
* HLA top-up values don’t always meet pupil needs
* HLA opened in September with 30 pupils. Will be expanding to 5 classes in January.
* There is a possibility of moving to 6 classes, but HLA are reluctant to agree without staff in place.
* There have been issues with one pupil that has been inappropriately placed at HLA. This pupil has been offered an out-of-county residential place.
* Still catching up from the late installation of SIMS
* Opening HLA has put pressure on HEA staff
* The staffing restructure at HEA was successful
* Reviews at HEA have continued – the school has not stood still since joining the Trust
* Finances at HEA are healthy – additional £40k received from the local authority
* SEN initials de-coded for benefit of directors
* Special school data explained in more detail – benchmark of expected progress at early years; CASPER used for KS1 to KS3; progression points used for KS4; 6th Form use RAG rated outcomes from each lesson
* Standards are assessed half-termly, with teacher assessment, work scrutiny and progress triangulation.

Ms Toft asked for Mr Bainbridge’s view of the impact of staff partaking in the Leading Active Learning Advanced group. Mr Bainbridge replied that two senior leaders are taking part, with staff already being able to support and challenge with more confidence.

Mrs Cutchey asked about low attendance figures. Mr Bainbridge explained that some pupils have severe medical needs that mean they are unable to attend school regularly. One pupil has 46% attendance and another has 76%. As the total number on roll is low, these two pupils account for a large percentage of absence.

Mr Peile stated that Mr Bainbridge will undertake a wider role that adds value within the Trust by supporting other heads on SEN. Mr Bainbridge added that HLA and LECA being co-located, and some pupils sharing the curriculum has been introduced to great effect. It means that some HLA students will be able to study for mainstream qualifications with LECA peers. Parental engagement has been key, with parental concerns of the Campus site arrangement being alleviated and the benefits emphasised.

*Ms Horn and Mr Bainbridge left the meeting at this point*.

**13.** **MINUTES AND MATTERS ARISING FROM THE MEETING HELD ON 12th OCTOBER 2017**

The Minutes of the meeting held on 12th October 2017 were accepted as a true record (with one spelling mistake noted).

Mrs Jarvis informed directors that confirmation of approval is still awaited from the DfE for the revised Articles of Association. Stone King, solicitors, are chasing weekly. This means that governance at Cromwell Community College remains the responsibility of the Board for the time being.

Ms Adams thanked directors who had put themselves forward to visit schools on 31st January and 1st February. She explained the format the visits are likely to take and advised that the visits will take place throughout the Cambridgeshire hub.

**14.** **MINUTES OF COMMITTEES**

Directors were asked to note the Minutes of the two committee meetings held on 12th October 2017.

 **Finance & Audit Committee**

 Mr Peile updated directors on the central operations budget surplus.

*The Minutes of the Finance & Audit Committee meeting that was held on 12th October 2017 were accepted by directors.*

 **Remuneration & Personnel Committee**

*The Minutes of the Remuneration & Personnel Committee meeting that was held on 12th October 2017 were accepted by directors.*

**15. CHAIR’S ACTIONS**

Ms Adams reported that there had been no Chair’s Actions since the last meeting.

**16. SCHOOL IMPROVEMENT STRATEGY**

Mr Hilton took questions relating the Trust School Improvement Strategy that had been circulated prior to the meeting. He explained that schools had been categorised for support and challenge purposes, what each category meant and what support each school could expect from ALT and indeed what was expected from schools in terms of the delivery of the strategy. The central team will take responsibility for leading the work in schools in the Challenge 1 category, with Mr Hilton or Ms Parke leading, with the support of Hub Leads and other core services from the Trust. Headteachers have been informed of the system, which gives standardisation across the Trust. Challenge 3 schools will be expected to become Capacity Giver schools, and heads of these schools understand that they have a wider role within the Trust to build upon good practice. Challenge 2 schools need to embed good practice and ensure they do not slip into coasting. All schools will continue to work within their hubs. Mr Hilton also explained the working of the Academy Improvement Groups (AIG), that schools will receive a letter detailing their category, and that there will be rolling work plans which will sharpen each schools focus.

In response to a question from Ms Adams, Mr Hilton stated that he saw the Strategy developing over time, and Mr Peile added that external teaching and learning reviews would continue. Ms Liz Tennant and Mr Jeremy Rowe have both agreed to undertake reviews in their area of expertise.

Ms Toft gave an example of Challenge 3 schools working well by submitting a bid to run a Teaching School Alliance. This involves work liaising with other schools and Trusts, and will cover primary as well as secondary schools.

Ms Adams made reference to Sir David Carter’s presentation in September. She reminded directors that Sir David is clear that a different type of leader is needed to move schools from good to outstanding. Mr Peile stated that there are different models of executive leadership within the Trust, and it is fascinating to see these developing.

Mr Peile, in response to points made by Mr Beswick, asked the board to recognise that models of leadership may well differ in schools across the Trust and how “one size may not fit all”. Mr Beswick commented how important flexibility of approach was in this area. He also stated that it was good to have discussion about moving schools from good to outstanding, how this can be achieved, and how one model will not fit all schools. He added that he felt it is a strength that the Board recognises the challenges faced. Mr Peile agreed, adding that he believes that all heads and ALT staff are completely involved in the core belief of improving the lives of pupils, and that a flexible approach is needed to achieve this. Mr Hilton backed this by giving Chesterton and Ely as examples, where the schools share an executive head but have difference approaches to meet the needs of their pupils. There is no corporate identity within ALT with each school retaining its own voice.

Ms Lloyd suggested that local governing bodies should also be set up differently to reduce the risk of being ‘parent heavy’. Mr Peile replied that the revised Articles of Association will allow for this, but we are unable to move forward until they are approved.

***Directors thanked the Director of Standards for his report, noted its content and approved the implementation of the School Improvement Strategy.***

**17. SAFEGUARDING**

Ms Toft, Director of Professional Development with responsibility for Safeguarding gave directors an overview of her report on Safeguarding across the Trust. She explained that reviews are undertaken at all schools by external consultants, with reports summarising recommendations for schools. She highlighted the following points:

* A Green Paper on mental health and wellbeing, due in the new year, is expected to recommend that each school appoints an identified person for MHW
* Recognition of transgender pupils is referenced in the policy
* The DfE Working Together to Safeguard Children guidance is currently out for consultation – new guidance will be reported to the Board when available
* An external consultant has met each head in hub groups – these meetings went well
* Ten schools inspected have been graded good in safeguarding by Ofsted
* One school inspected was graded RI in safer recruitment
* A training audit has been completed by all schools – heads are updating training portfolios
* The newly appointed Compliance Officer will carry out personnel file checks
* External audits have highlighted areas of outstanding practice as transition work, mental health and parental engagement
* External audits have highlighted areas for development as governors, DSLs (appropriate provision for mental health), training and safer recruitment
* There is good record keeping of incidents, but less so of analysing the impact or response to improve

Mr Dool asked that schools ensure there is supervision and appropriate support for DSL (including mental health). Mr Peile replied that schools are encouraged to do this.

Ms Lloyd asked for Ms Toft’s opinion on Place2Be. Ms Toft has arranged to meet with all heads that have Place2Be in the new year to discuss impact. She is aware that it is resource intensive.

***Directors noted the content of the Report from the Director of Professional Development and the work being undertaken to ensure safeguarding is secure across the Trust.***

**18. RISK REGISTER**

Directors confirmed that they had reviewed the Trust Risk Register that they had received prior to the meeting.

Mr Peile made particular reference to areas that had changed since the last report. He reminded directors that the Risk Register is reviewed every six weeks by the Senior Leadership Team. Risks on standards have been revised to better reflect the current position. The risk on non-teaching staff has been revised given the restructuring process did not cause any issues. GDPR has been added as a new risk.

Mr Bush suggested amending the wording of a risk on consistent level of performance. Mr Peile agreed to review this and change if necessary.

***Directors recognised the updates to the central Risk Register, and the counter measures being applied to mitigate the risks listed.***

**19. ANY OTHER URGENT BUSINESS**

 None raised.

**21. NEXT MEETING**

The date of the next meeting was confirmed as 22nd February 2018. Ms Adams thanked all for their commitment over the last year, and wished all a very happy Christmas.