

**Activate Learning Education Trust  
MULTI ACADEMY TRUST BOARD MEETING**



**MINUTES** of a meeting of the Activate Learning Education Trust held on 11<sup>th</sup> July 2017 at Activate Learning, Oxpens Road, Oxford OX1 1SA.

Trustees present: Sally Dicketts (Chairperson), Lee Nicholls, Rob Pearson, Phil Shadbolt, Tony Rushworth, Richard Brown.

In attendance: Julian Sonaike, Group Finance Business Partner.  
Owain Johns, Principal UTC Oxfordshire.  
Heledd Walker, Clerk to Activate Learning Education Trust.

**MINUTES**

**Start – 5:30pm**

<b>Trust Board Meeting</b>	
<b>1.</b>	<b>Apologies for absence</b> The board received apologies from Trustee: Placi Espejo, Grae Laws.
<b>2.</b>	<b>Declaration of interests, gifts and hospitality</b> Sally Dicketts and Lee Nicholls work for Activate Learning which is the provider of group services to the trust's schools.
<b>3.</b>	<b>Minutes</b> The minutes of the meeting of 22 <sup>nd</sup> March 2017 were approved as an accurate record of the meeting and signed by the chair. <b>All members were agreed.</b>
<b>4.</b>	<b>Matters arising</b> There were no matters arising.
<b>5.</b>	<b>Any other business that has arisen since the circulation of the agenda</b> None
<b>6.</b>	<b>Governance update</b> <ul style="list-style-type: none"> <li>a) This is included in the CEO report</li> <li>b) The board received recommendations from the local governing bodies for nominations of their Chairs with the full support of the local governing bodies; <ul style="list-style-type: none"> <li>UTC Oxfordshire – Mark Bodeker</li> <li>UTC Reading – Dave Kilshaw</li> <li>The Bicester School – David Dunne</li> </ul> <p>The members and trustees discussed the nominations and approved to appoint the nominations.</p> </li> <li>c) Group Service Level Agreement. The board received the revised Group Services Service Level Agreement which included updates to reflect the experience and quality of service. The</li> </ul>

	<p>recommendation was received that the ALET board should consider adopting the revision but noting that some modifications will be made during the upcoming Heads/Principals and Chairs workshop on 13<sup>th</sup> July. The board discussed the revisions made which include the benefit of extra scale that now allows for most service areas to identify a dedicated schools business partner. The board agreed that the adoption of the revisions with the proviso that some minor modifications could be made following the Heads, Chairs and principal's workshop.</p> <p>d) Review of Governance Plan</p> <p>The board received the revised Governance Plan which has been reviewed in accordance with the expanding multi academy trust from two schools in 2016-17 to 5 schools from September 2017. The board considered the changes and were in agreement that it should be adopted.</p> <p><b>RESOLVED</b></p> <p>It was resolved that the MAT update would be included in the CEO report.</p> <p>It was resolved that the nominations for local governing body chairs were approved as follows;</p> <p>UTC Oxfordshire – M Bodeker</p> <p>UTC Reading – D Kilshaw</p> <p>The Bicester School – D Dunne</p> <p>The board resolved to adopt the revised SLA on the proviso that some minor modifications will be made during the upcoming Heads, Chairs workshop.</p> <p>The board resolved to adopt the revised Governance Plan which had taken into account the expanding MAT.</p>
7.	<p><b>CEO Report</b></p> <p>The board received the CEO's report for information.</p> <p>The CEO summarised the areas in the report, including;</p> <ul style="list-style-type: none"> <li>• MAT Information <p>The board were informed that since the last board meeting, both UTC Oxfordshire and UTC reading had formally joined the Activate Learning Education Trust. With a further integration from UTC Swindon planned for 1<sup>st</sup> September. The board received updates regarding the Integration of another school which has currently slowed down due to purdah. Ongoing discussions with the DfE taking place.</p> </li> <li>• MAT Committees and Commissioned Work <p>The CEO summarised the plans for commissioning a number of pieces of work which include an external governance review and a full review of examination outcomes to test examination outcomes versus the target setting. The board were in agreement that these pieces of work should be commissioned and paid for by the capacity fund.</p> <p>Discussions moved to who will be trustees on the ALET board and how would this be determined. Due to the increase in schools, it would not be efficient to have 5 chairs and 5 principals on the board, therefore it was recommended that two principals and two chairs would become trustees for a rolling period of one year.</p> </li> </ul>

	<p>The CEO confirmed that further discussions would take place during the Head's and Chairs workshop on 13<sup>th</sup> July. The trustees asked whether they would still be able to receive minutes of the meetings, it was confirmed that these would be shared once approved. The chair challenged whether any good practice should be considered with regards to the membership of the board. The CEO confirmed that another couple of independent trustees are required.</p> <p><b>RESOLVED</b></p> <p>The board resolved to commission an Independent Governance review</p> <p>The board resolved to commission a full review of examination outcomes versus the target set.</p> <p>The board resolved that another couple of independent trustees were required.</p>
8.	<p><b>Activate Learning Education Trust Strategic Plan to 2021</b></p> <p>Following the comments received about the draft strategic plan at the last meeting, the final plan was received by the board for approval and adoption with an annual review on progress. Having reviewed the final plan the trustees challenged that although it's great to be ambitious there must also be some caution to ensure that standards do not fall. Other trustees felt that the integration of other schools was quick but thought this was the correct pace. The CEO reassured the trustees that the recommendation of an academic review would manage the risk. Through the analysis of the budgets, a school improvement fund has been generated to support all the academies. The introduction of a dashboard and rating by each school will give early indications of any alerts to be noted. The board discussed the risk mitigations in place to ensure standards are retained whilst expanding to attract the economies of scale required. Discussions ensued around how other trusts are maintaining standards through growth which included challenge from once trustee as to whether primary schools should be added to the trust. Discussions around primary schools ensued with trustees recommending that a strong strategy would be required with additional expertise. Challenges were raised around the difference in primary school data. The discussions concluded that Primary Schools would be considered further during the Heads and Chairs workshop.</p> <p><b>RESOLVED</b></p> <p>The board resolved to approve and adopt the ALET Strategic Plan 2017 - 2021</p>
9.	<p><b>Multi academy trust growth</b></p> <ul style="list-style-type: none"> <li>• Theale Green School updates</li> </ul> <p>The board received a verbal update with regards to Theale Green school, confirming a recent Ofsted grading as 3 – as before. The integration is being passed by the Education ministers mid-July pending agreement of a number of conditions which include writing off historical debts, receiving a capacity fund for transitioning and an environmental improvement grant.</p> <p>Trustees raised questions around the length of this project which started in October 2016. The trustees questioned how the debt had arisen? It was confirmed that this</p>

	<p>was pure financial miss-management with no pressure to produce a balanced budget. It was agreed that the conditions ALET has put in place would mitigate any financial risks. Further queries were raised as to whether the finances could be modelled and extrapolated to see profitability. It was confirmed that a balanced budget is predicted a deficit of £383k has been predicted for the next academic year with one of the conditions being to pay this off once the school is in cumulative surplus. Other queries were raised around the Ofsted grading with a concern that another grading of three would result in special measures. Discussions ensued around the improvement plans that would be required. The trustees were satisfied that the phased approach would mitigate against any possible risks.</p> <ul style="list-style-type: none"> <li>• UTC Swindon The trustees were informed that UTC Swindon is on track for integration by 1<sup>st</sup> September 2017.</li> <li>• UTC Heathrow The board received the UTC Heathrow due diligence report and proposal with a recommendation to support the move to phase 1 as a 'commercial' agreement, backed up by an Memorandum of Understanding, with no other commitments at this stage. Discussions ensued with regards to the risks involved. The CEO assured the board that there are some risks involved which are being mitigated against with a 1 month notice period to cease the agreement. Questions were raised around the leadership and back office services being provided by the ALET. It was confirmed that Executive Principal JH would spend on average two days per week to deal with the finance and HR issues. Principal WE is full time and leading on Teaching, Learning and Assessment and Personal Development, Behaviour and Welfare outcomes. The back office functions of HR, Finance and Marketing are being provided by ALET group services. The trustees challenged that there are no risks with the back office functions however, what other risks are associated with this? It was confirmed that Principal WE had moved from UTC R, resulting in leadership change in rapid timescale, which is being closely monitored at UTC R. Other questions were raised around the time scale of phase 1. The CEO confirmed that the shortest timescale would be by Christmas and the longest one year.</li> </ul> <p><b>RESOLVED</b></p> <p>The board resolved to approve the recommendation to support the proposal for UTC Heathrow to move into Phase 1 as a 'commercial' agreement, backed by a memorandum of understanding, with no other commitments at this stage and a notice period of one month.</p>
10.	<p><b>Multi Academy Trust dashboard</b></p> <p>The board received the multi academy trust dashboard showing key data for each academy with a summary to support the MAT board in their duty of oversight of each academy. Discussions ensued around the attainment 8 scores with the trustees commenting that they need to be judged in context of the national average. The principals confirmed that there was a plan in place to verify the data with external bodies. Comments were made around the variances of the staff costs as a percentage of income across the board. The benefits of receiving the data to improve performance were noted with further discussions planned for the Heads and Chairs workshop. It was agreed that further consideration should be given to the staff costs as a percentage of income, the percentage of teachers rated good or</p>

	<p>better absences and the total fixed term exclusions.</p> <p><b>RESOLVED</b></p> <p>The board resolved to receive the multi academy trust data dashboard with actions for further discussions and considerations at the Head and Chairs workshop.</p>
<p><b>11.</b></p>	<p><b>Policies</b></p> <p>The following policies were reviewed by Trustee T Rushworth's nominee and were presented to the board for adopting.</p> <ul style="list-style-type: none"> <li>• Flexible Working Policy</li> <li>• Recruitment of Ex-Offenders Policy</li> <li>• Organisational Change Policy</li> <li>• Paternity Policy</li> <li>• Probationary Policy and Procedures</li> <li>• E-Safety and Social Media Policy</li> </ul> <p><b>RESOLVED</b></p> <p>The board resolved to approve and adopt the policies.</p>
<p><b>12.</b></p>	<p><b>Financial Reporting</b></p> <p>The board received the management accounts for the month of June 2017 for information which was summarised by the Group Finance Business Partner, confirming that the growth in commercial income has contributed to the surplus. Comments were received by the Principals around the formatting of the management accounts and the benefit of showing the service charge and development fund charge as a separate line. It was also noted that the pupil premium grant should be shown separately.</p> <p>The board received the consolidated balanced budgets for the 4 academies, UTC Oxfordshire, UTC Reading, The Bicester School and Bicester Technology Studio. Queries were raised around the UTC S budget not being included, it was confirmed that the inclusion has also been modelled. The chair queried why there is a 174k variation on income yet a decrease in the overall surplus, it was confirmed that this is due to an increase in funding income along with an increase in staff costs and on costs budgeted for progression. Discussions ensued around the benefits of changing the layout to show the increases in pension contributions, levy and national insurance costs. The board recognised the good work done by the Principals and local governing bodies to produce a balanced budget given that 50% of academies are in deficit nationally.</p> <p><b>RESOLVED</b></p> <p>The board resolved to received and approve the management accounts for the month to June 2017.</p> <p>The board resolved to receive and approve the consolidated budgets for the 2017/18 academic year.</p> <p>The board resolved to approve the UTC Swindon budget pending integration on 1<sup>st</sup> September 2017.</p>

13.	<p><b>ALET Seal</b></p> <p>It was noted that the ALET seal had not been used since the last meeting.</p> <p><b>RESOLVED</b></p> <p>The board resolved to receive an update of the use of the ALET seal.</p>
14.	<p><b>Risk Register</b></p> <p>The board received the Risk Register. Discussions ensued around the new risk of the changes in leadership in UTC Reading to support the additional academies joining the multi academy trust. The board were reassured of the formation of a sub group of the LGB to oversee and monitor the transition.</p> <p><b>RESOLVED</b></p> <p>The board resolved to receive the risk register for overview and approval.</p>
15.	<p><b>Calendar of business</b></p> <p>The board received the calendar of business for information.</p>
16.	<p><b>Next meetings:</b></p> <p>Wednesday 8<sup>th</sup> November 2017</p> <p>Wednesday 13<sup>th</sup> December 2017</p> <p>Wednesday 21<sup>st</sup> March 2018</p> <p>Wednesday 4<sup>th</sup> July 2018</p>

**The meeting Closed at 7:10pm**

Signed: 

Date: 8/11/2017.