

**THINKING SCHOOLS ACADEMY TRUST**  
**COMPANY NUMBER: 7359755**

Subject	<b>Meeting of the Board of Directors</b>	Date	15 <sup>th</sup> December 2021
Room	Via Teams Call	Time	5.00pm
Present	Stuart Gardner (SGa), Peter Martin (PM) David Lycett (DL), Derek Morrison (DM), Gerard Newman (GN), Michael Bailey (MB), Julie Spurgeon (JS), Steven Geary (SG)	Clerk	June Leigh
Apologies accepted	Ian Mason (IM), Linda Randall (LR)	In attendance	Kelly Denton (KD), Lee Miller (LM), Kaye Bettey (KB), Mandy Gage (MG) Dan High (DH), Jody Murphy (JM), Gwynn Bassan (GB)
Non-attendees			

<b>Key Points Discussed and Action Items</b>				
<b>No.</b>	<b>Agenda Item</b>	<b>Action/Discussion</b>	<b>By whom</b>	<b>When</b>
1.	<b>Declaration of business interests</b>	There were no declarations of interest relating to items on the agenda		
2.	<b>Welcome and apologies for absence</b>	PM welcomed all to the meeting.  Apologies for absence were accepted by Ian Mason (IM) and Linda Randall (LR)  PM thanked GC for his many years of being a Governor for PHSG and assisting Plymouth High to come into the Trust PM thanked JL for minuting the BoD meetings for the last year		
3.	<b>Minutes and matters</b>	PM advised that a show of hands will be required throughout the meeting for any decisions that need		

	<b>arising</b>	<p>approving.</p> <p>Proposed: SGa Seconded: PM</p> <p>PM asked for a show of hands to agree the minutes All Board members agreed</p>		
4.	<b>CEO Report</b>	<p>SGa discussed with the Board the CEO report and advising the report was an update and as a number of decisions are made ahead of the academic year.</p> <p>SGa advised that a number of schools are currently have high levels of student and teacher absence, with the need to send some year groups home for a day or two, as reached critical points of staffing shortage. SG made the Board aware of the high level of mental health concerns and challenging behaviour within secondary schools. Significant loss of learning in primary schools, also high levels of mental health concerns.</p> <p>SGa mentioned that he is operating as the vanguard for the Trust, in Plymouth for the 3 days a week, and will continue for the next term, this is around</p> <ul style="list-style-type: none"> <li>• Supporting new schools into the Trust</li> <li>• Presence and Visibility</li> <li>• Demonstrating our ability to have an impact into the Southwest</li> </ul> <p>SGa went on to discuss the three D's, Ditch, Delay and Deliver. To ensure that we recognise some of the operational challenges that our schools are facing and giving the permission to reflect on what it is they are trying to do.</p> <p>SGa discussed the strategic goals and the five pillars, advising that four out of five are broadly on track with the Success through Learning is facing some challenges. SG advised that this requires the greatest input from teaching staff and senior leaders when they are being stretched and challenged in terms of operational capacity.</p> <p>SGa mentioned the issues that have arisen</p> <ul style="list-style-type: none"> <li>• Evolution of self</li> </ul>		

		<ul style="list-style-type: none"> <li>- 75% of projects are either proceeding as expected or slightly delayed</li> <li>- Three projects have been delayed until 2022/23</li> <li>• Trust of Choice <ul style="list-style-type: none"> <li>- Recognition <ul style="list-style-type: none"> <li>- Six out of seven projects are either proceeding as expected or slightly delayed</li> <li>- Habitualise applications for awards at every level clarify and agree recognition routes</li> </ul> </li> <li>- We Are One <ul style="list-style-type: none"> <li>- Seven out of ten projects are either proceeding as expected or slightly delayed</li> <li>- Develop Social Media presence and training may not be completed this academic year</li> </ul> </li> <li>- Projects postponed until 2022/23 <ul style="list-style-type: none"> <li>- Use of network home screen as platform</li> <li>- Increased use of virtual world to support events</li> <li>- Use of Teams to reduce workload, single Trust file structure</li> </ul> </li> </ul> </li> <li>• Growing Great Leaders <ul style="list-style-type: none"> <li>- On track in terms of Thinking Horizons, CPD on Demand and Certify to Verify projects are either on track or slightly delayed</li> <li>- Personalised CPD mapping have been postponed until 2022/23</li> </ul> </li> <li>• Success Through Learning <ul style="list-style-type: none"> <li>- Ten out of 18 projects are due for completion this academic year</li> <li>- Projects not on track <ul style="list-style-type: none"> <li>- Maths KS2 curriculum relaunch: JM to pull together Trust maths around the Strood hubs, in 22/23 will be extended to the Trust</li> <li>- Secondary core and foundation subjects: have not been able to give middle leaders directed time to meet, part of plan for 2022.</li> <li>- Develop Secondary KS3 assessment framework: area to be revisited, unsure if this is having the impact required, review needed as may need to change direction.</li> </ul> </li> <li>- Projects postponed until 2022/23 <ul style="list-style-type: none"> <li>- Subject knowledge development programmes for non-specialists</li> </ul> </li> </ul> </li> </ul>		
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		<ul style="list-style-type: none"> <li>- Develop Cornerstone curriculum resources and planning at Hub level</li> <li>- Establish Hub TSAT Teacher meets</li> <li>- Enhanced parental engagement – virtual parents’ evenings</li> </ul> <ul style="list-style-type: none"> <li>• Building with Confidence <ul style="list-style-type: none"> <li>- Knowing our Schools and Outstanding Ofsted projects are either on track or expected to be completed by the end of the academic year</li> </ul> </li> <li>• School Improvement Strategy <ul style="list-style-type: none"> <li>- Two of out three projects are either on track or slightly delayed but expected to completed by the end of the academic year</li> <li>- The online support directory project may not be completed this academic year</li> </ul> </li> </ul> <p><b>Trust SWOT</b></p> <p>SGa mentioned that the Executive team conducted a strategic SWOT analysis in terms of where we felt we were as a Trust. This gives a good understanding of where the Trust is at, when the Executive team start planning for 22/23 under the pillars.</p> <p>SGa asked the Board for any questions/comments or issues arising from the SWOT analysis</p> <p>MB: Q: on the strategic you mentioned Ofsted not going to plan, does that mean that the Ofsted inspectors rather than issues arising internally as far as the Trust is concerned?</p> <p>SGa: A: we plan and do a significant amount of work to ensure that schools are Ofsted ready. The majority of the time this will go as expected sometimes, Ofsted may unpick something that we haven’t picked up or sometimes the inspector judges the school in a place that we don’t agree with. It is how we as a Trust manage this. As a Board we need to be aware of the threat.</p> <p>SG mentioned that he believes it will be harder to get an outstanding judgement going forward.</p> <p>GN: Q: under the SWOT review from the Executive team, under Threats (pg 12) it states ‘higher number of FTEs in some secondary schools due to behaviour challenges’, can you clarify please?</p> <p>SGa: A: FTE stands for fixed term exclusions, the threat is around perceptions, I am confident that schools only exclude when it is essential, however public perception is the threat.</p>		
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**Trust Growth**

- Plympton Academy

- Will be converting on 1<sup>st</sup> January 2022. Significant amount of support work has been put in prior to joining. Academy engaging with us as a Trust, this is really positive

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SGa asked the Board to give permission for the Executive team to proceed with due diligence in the event of any of these schools wishing to move forward with the Trust?

PM asked if the Board agreed with SGa outline given, show of hands required  
The Board unanimously agreed.

**School-to School support capacity**

SGa advised that now we are stretching all the way down to Plymouth, it has helped test our ability to deliver school- to school support, it has identified a number of issues arising. SGa mentioned that in the Board papers there is a potential starter for 10 structure around what it might look like in terms of:

- DoEs: in terms of the emergency support
- Trust school systems specialists: will be able to reach out and have regular time where they can support schools
- HT1's – who want to remain heads within there own school, but who has the capacity and skill to support other schools
- Subject lead practitioners
- School leaders

		<p>SGa asked the Board permission for the Executive team to model our school-to school support structure going forward and, the associated costs that will go with it? Looking to increase some of the capacity that we have to deploy people when we need to.</p> <p>SGa asked for any questions</p> <p>GN: Q: when you talk about capacity, paying people more does not give you more capacity, so are we potentially looking for additional staff?  SGa: A: we are not paying people more to do their role, just buying time from their school hours.</p> <p>MB: Q: school leaders, will this redeployment have an impact on the variation of the terms of employment contract? Or is such a clause already built in their contract.  SGa: A: in terms of school leaders working between schools, this is already in their contract, this would be the backfill element.</p> <p>DL mentioned that it is a good opportunity to share good practice and for retaining staff around career development.</p> <p>PM asked the Board if they gave permission for the Executive team to model our school-to school support structure. PM asked for a show of hands  The Board unanimously agreed.</p> <p>LM gave a brief update on the TSfE advising on the following elements from the report</p> <p><b>Financial</b>  LM mentioned the amount of work that has gone into the financial statements by the team to get them to this point. The financial statements and balance sheet, which will be presented later, is an incredibly healthy balance sheet and shows again our financial resilience that we have established across the Trust.</p> <p>LM advised that over the last couple of months they have embedded the new cost per pupil model and are continuing to move forward in the financial modelling within the sector.</p> <p>LM mentioned that he has been invited to meet, with SGa, Baroness Baron, in January, the new schools, structure Minister and within the DoE to discuss through the TSAT finance model, as she wants to learn from successful Trusts.</p>		
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	<p><b>Thinking Personal</b></p> <p><b>Job Evaluation</b></p> <ul style="list-style-type: none"> <li>• Process has not been completed and embedded in the structure, looking to launch the new pay structure, public launch in January, looking to have in place in April.</li> </ul> <p><b>Professional Growth Model</b></p> <ul style="list-style-type: none"> <li>• Launch of the Professional Growth Model which replaced performance management, the work that GB has done to lead on this and the impact we are already starting to see across the organisation.</li> </ul> <p><b>Thinking Technology</b></p> <ul style="list-style-type: none"> <li>• Continue to develop the offer of technology for the schools. LM mentioned the 1:1 strategy that has been launched in Portsmouth Academy as the first pilot year. Over 80% uptake in devices in the year group, exceeds expectations. Starting to begin phase 2 of the pilot ready to introduce in September</li> </ul> <p><b>Facilities</b></p> <ul style="list-style-type: none"> <li>• Launch of Summer capital works, great transformations throughout the summer period, conscious of potential new control measures that will need to establish for January. Supported schools in a really positive way over the last few months.</li> </ul> <p><b>Thinking Creative</b></p> <ul style="list-style-type: none"> <li>• A number of staff are leaving for new jobs but a new team coming in, now have a stable team, relaunch of team to re-establish for January.</li> <li>• Re-launch of Little Thinkers subsidiary, 'Sparky' which is the new brand image, this will be the vehicle that will be used to relaunch and rebrand all our nursery provisions across the organisation.</li> </ul> <p><b>Thinking Fitness</b></p> <ul style="list-style-type: none"> <li>• Membership is now back up to levels that we saw before Covid. January recruitment window, optimistic that we will see a further increase in numbers to its full capacity.</li> <li>• Looking to launch the Plympton Academy Thinking Fitness, rebrand the gym that we have currently inherited as part of the Plympton transfer.</li> </ul>		
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	<ul style="list-style-type: none"> <li>• Rochester site, was hoping to launch in January but unfortunately there have been delays with the building program. The possible date will now be around May to launch the site.</li> </ul> <p>GN: Q: this is really positive, but one concern on pg 26 of the CEO report, table that sets out areas where you and others are supporting other schools, in terms of the equivalent time it adds up to the equivalent of 4.25 days per week, which leaves <math>\frac{3}{4}</math> of a day for TSAT. Just wondering if you have a comment on that in terms of your ability still to discharge what you need to do as far as TSAT is concerned?</p> <p>LM: A: BLT states 2 days per week, but this is 2 days a month, this will make a dramatic difference to the calculations. LM advised that at present completing 2 days a week for external that is chargeable.</p> <p>PM asked if they had any further questions      Congratulated LM on the implementation on the new pay scales and congratulations to the finance team for presenting the accounts.</p> <p>SGa continued with his report around Ofsted</p> <ul style="list-style-type: none"> <li>- MJS and MWI have both received good Ofsted inspections, still expecting more Ofsted inspections over the course of the rest of the academic year.</li> </ul> <p>SGa advised that now started to report information in terms of the whole Trust. SGa mentioned that the average of students is slightly different from the average of schools in terms of student performance. SGa advised that he will now start reporting on the Trust as a single school, currently first step.</p> <p>KS2 whole Trust data, results completed in test conditions using past papers and mark schemes, schools have done a remarkable job in terms of their remote provision and the quality of education. GSCE results, figures are skewed due to the three grammar schools within our Trust at this point in time.</p> <p>SGa gave an update on the Y6 current data advising pupils are in a better position now, in the same assessment, than they were 2 years ago. Reading, writing and maths are similar or better.</p> <p>JM gave a brief report on Gordons QA visit by John Cavell, in for two days to complete an external QA, behaviour and attitudes, a safeguarding QA also a deep dive from curriculum leaders where they looked at reading and science, came back positive.</p> <p>JM advised that the QA provided the school with assurances around that Gordon's Infant and Junior are good schools, really positive.</p>		
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		<p>SGa asked for any questions/issues from the Board around the QA visits.</p> <p>GN: Q: on page 31 it talks about All Faiths, it says ‘writing is usually below both reading and writing, can you explain?’</p> <p>JM: A: primary schools, particularly in KS1 is very difficult for pupils to be at the same level for writing as they are for maths and English, as teaching a child to write letter formation, sentence structure is far more challenging than the phonics and the teaching children around mathematics. Generally, we do catch up on the writing to the reading the maths by the end of KS2.</p> <p><b>Attendance</b> Still identify 95% as what we are aiming towards. Attendance is very strong across the schools.</p> <p><b>Safeguarding</b> Review shows all schools around safeguarding is compliant and up to date. Meon Infant have a new headteacher, support in place from LL and the team to ensure, going forward, that all the paperwork and processes are completed correctly.</p> <p>PM asked for any further questions No questions</p> <p>MB thanked SGa for his informative and detailed report.</p>		
5.	<b>TSfE Business Plan</b>	<p>LM gave a brief outline, to the Board, around the TSfE journey, advising that Thinking Solution Education was created in 2018 by the TSAT Board, it is 100% owned by the Thinking Schools Academy Trust and it was a subsidiary that was set up in order for us to engage with external work and to reduce the risk to TSAT in that work. Set up with a £25k capital investment from TSAT and a £25k loan from TSAT. £50k compound seed investment was granted by the TSAT Board, we then put some initial investments in to create a company structure.</p> <p>LM went on to advise that they still working with a large number of customers and the reputation is beginning to grow and are beginning to have some huge successes and impacts across the sector. LM mentioned around creating a trading subsidiary, providing benefits, that our own schools receive, by being part of Thinking Schools Academy Trust, but try and support other schools who have chosen not to join TSAT.</p> <p>LM discussed the next steps for TSfE</p>		

		<ul style="list-style-type: none"> <li>- Phase one around the development of the brand and the service structure, building the identity of the individual services and ensuring that the staff working in those services understand how they are linking to the overarching mission, vision and values. Also, looking at creating a defined Management structure and how we can use this to develop the roles externally.</li> <li>- Looking to create a Head of Project Delivery and Customer Experience role.</li> <li>- Updating the Governance Structure, going forward looking to slim this down to key members that are involved in the oversight of TSfE, remove staff elements from the governance structure.</li> <li>- Final part of phase one, look at the different services we are offering, whether this is Thinking Personnel, Thinking Financial and understand the what the potential relationship is with them and their customers and what they can offer.</li> <li>- Looking to complete for August 2022.</li> </ul> <p>LM asked for any comments for phase 1 No comments</p> <p>LM went on to discuss phase two advising that this will not automatically happen</p> <ul style="list-style-type: none"> <li>- End of phase one and then reflect and consider whether phase two is appropriate, but if decided by August 22 that it is right to move to phase two</li> <li>- Separation of moving the central services away from the employment of TSAT but into Thinking Solutions for Education, retaining Thinking Solutions for Education as a subsidiary. This still remains 100% owned by TSAT, moving staff that are involved in delivering those services into the separate company.</li> <li>- Structure would enable us through the partnership agreements to deliver the services back to TSAT schools and other multi Academy Trusts or schools. Delivery of services into Thinking Schools Academy Trust can only be at cost, no profit elements generated from the services delivered to TSAT as we are prohibited by the financial handbook.</li> </ul> <p>Phase three</p> <ul style="list-style-type: none"> <li>- Could be an opportunity to remove TSfE away from the TSAT structure. This would then become a standalone company.</li> <li>- Have identified the potential model how this would work over the next few years, and how to move forward would invest £185k from reserves from TSfE</li> </ul> <p>LM advised that the decision from the Board is for a change of Governance, that is outlined in the</p>		
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		<p>paper.</p> <p>PM asked for any questions</p> <p>GN in terms of the investment, in phase 2 and 3 are subject review and Board approval/decision, the investment of £185k, this is not wholly a sunk cost if we decided to go ahead with phase 2 or 3, a number or part of the roles would be required to expand the services that you current provide.</p> <p>LM: A: yes, all roles that would add value, possibly need to rethink if we weren't going to phase 2 is the Head of Project Delivery and Customer Experience role.</p> <p>SGa: Q: if we go to phase 3, we as in TSfE and TSAT, have put money into TSfE, is there a plan for recompense, there was a previous investment, and the at cost development. The at cost development.</p> <p>LM: A: TSAT own 100% of the company, if they were to sell that company they would need to agree a value for the company at that point. If that stage was reached there would be a need to have a discussion and conversation, around what that fair value is.</p> <p>MB advised that he agreed with LM on the Governance and is the way forward and recommend that we should move in that direction.</p> <p>DM: if we go out to the phase 3, would TSAT schools have first choice for services?</p> <p>LM: TSfE would be a complete and separate company, the relationship that TSFE has with TSAT wouldn't be treated more favourably than anyone else. There would need to be quite a bit of discussion, enter into an agreement. Phase 3 becomes an option if we do phase 1 and 2, unsure if phase 3 will be the right thing to do, just an option on the table should we get to that stage.</p> <p>KB: Q: if we completed phase 1 and 2 and ready with phase 3, LM would move away for TSAT and have his own company and no longer be a Deputy CEO of TSAT?</p> <p>LM: A: if it was to become a separate trading company it would need its own Board and Management structure, it would need its own management structure that would need to be separate from TSAT, if we got to go and if we wanted to implement phase 3.</p> <p>KB: A: does that mean that TSAT would be free to choose whichever service provider we wanted?</p> <p>LM: A: under phase 3, yes</p>		
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		<p>Proposed: SGa Seconded: PM</p> <p>PM asked for a show of hands to approve All Board members agreed</p>		
6.	<b>Reports from Committees</b>	<p>GN provided a brief report</p> <p><b>Audit and Risk Committee</b></p> <ul style="list-style-type: none"> <li>• Internal audit reports had been received from Cooper Parry, which provided a high level of assurance on the key financial controls.</li> <li>• Discussed the scope for the themed reviews that Cooper Parry would undertake this year</li> <li>• Approved the scope for the Cyber Security Audit, this has been agreed with the supplier</li> <li>• Discussed areas of concern and risks. Maritime Academy and the set up of the interim provision and the planning permission that is required to progress the development of the new site.</li> </ul> <p>GN asked LM are we still waiting for the planning permission? LM: A: the DfE have confirmed that they will move forward on the Stoke temporary site assuming that Medway underwrite the costs of the temporary buildings that may be needed for September 2023. Email received to advise that Medway are going to sign that off, just waiting for signatures.</p> <p>GN continued with his report</p> <ul style="list-style-type: none"> <li>• RGS sports hall was discussed around the risks of providing facilities or capacity to allow for the exams to take place, in the event that the sports hall was not available.</li> </ul> <p>KB advised after having conversations with PM, GB and the headteacher, we can confidently accommodate all of the exam pupils within the RGS buildings, but will continue to get updates.</p> <p>GN continued with his report, discussing the year end accounts.</p> <ul style="list-style-type: none"> <li>• Management letter from UHY advising on successful audit</li> <li>• Revenue, including funding has increased to £65.6 million compared to £56.8 previously</li> <li>• Day to-day revenue income, has increased by £7.7 million to £55.4 compared with £47.7 in the previous year.</li> </ul>		

	<ul style="list-style-type: none"> <li>• Cash and cash equivalents have increased to £9.97 million</li> <li>• Overall reserves have increased to £2.7 million from £793k last year</li> <li>• The Trust is in a healthy financial position</li> </ul> <p>GN advised that as a committee they were happy to recommend to the Board approval for the accounts to go forward for signature by PM and SGa</p> <p>Proposed: SGa  Seconded: GN  PM asked Directors for a show of hands as to whether this is acceptable.  All Board members unanimously agreed</p> <p>PM thanked GN for his report and advised that it shows what a good job the finance team are doing.</p> <p><b>Staffing Pay and PG Committee</b>  JS gave a brief outline on the papers, previously circulated to the Board, advising on two areas of concerns or risks that the Board need to be aware of</p> <ul style="list-style-type: none"> <li>• Potential strike action due to the 1.75% national pay offer</li> <li>• The withdrawal of GLF from our SCITT, however, KMT and HISP have been secured.</li> </ul> <p>JS briefly discussed the Executive pay review  PM advised that the report has only just been received, will be looking at the report to see how this can be put together for TSAT, PM asked the Board to give the decision to go ahead with the report and come back with an updated report around Executive pay.</p> <p>Proposed: JS  Seconded: PM  Directors agreed</p> <p>PM thanked JS for her report</p> <p><b>Operations Committee</b>  GN briefly discussed the following</p> <ul style="list-style-type: none"> <li>• Terms of Reference for the Health and Safety Committee</li> </ul>		
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	<ul style="list-style-type: none"> <li>• Management reports for Thinking Facilities and Thinking Technology</li> <li>• SECR, streamline energy and carbon report, this looks at the Trusts CO2 emissions</li> <li>• Operations functions can no longer continue in the premises at Holcombe, new separate office on the Medway City Estate this is on a basis of a five-year lease. This needs Board approval.</li> </ul> <p>PM asked the Board for their approval</p> <p>Proposed: PM  Seconded: GN  All Board members agreed</p> <p>GN highlighted the following</p> <ul style="list-style-type: none"> <li>• Should be aware that schools condition allocation budget is going to reduce by around 25% (£550k) this will impact on the number and scope of projects that we can undertake in the future.</li> <li>• Current pot 4 model is not going to be sufficient, at the moment, to provide the funds to replace the IT equipment, that has been identified that needs replacing in its current life cycle.</li> </ul> <p>GN asked for any questions  No questions</p> <p>PM thanked GN for his report</p> <p><b>Finance Committee</b>  PM briefly mentioned the following</p> <ul style="list-style-type: none"> <li>• TSAT have a revenue surplus of £2.8 million</li> <li>• Concerns around in year funding for schools with the Portsmouth Academy, being a high risk to move to lag funding</li> </ul> <p>PM asked for any questions that had not been covered by LM and GN  No questions</p> <p><b>Governance and Compliance Committee</b>  MB gave a brief outline of his report</p>		
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		<ul style="list-style-type: none"> <li>• Safeguarding issue with RGS, we've since received formal confirmation that the client registers have now been completely made up to date</li> <li>• A new governance support plan with training to be rolled out around January, underlining the training issues required</li> <li>• CEO SGa having to attend RG membership, it's been agreed that this is not required. If SGa attends then he can be in attendance capacity. The opportunity is always open for SGa to join should there be anything serious matters requiring his input</li> <li>• Concern of risk <ul style="list-style-type: none"> <li>- failure of compliance on safer recruitment checks, there were about six or seven failures in the last audit. MB advised that the concerns have been immediately addressed and will report back at the next Board meeting</li> <li>- Outstanding data protection training, currently waiting for the report</li> </ul> </li> </ul> <p>MB asked for any questions No questions were asked.</p> <p>PM thanked MB for his report</p> <p><b>Curriculum and QA Committee</b> PM mentioned the following</p> <ul style="list-style-type: none"> <li>• The negative impact on Covid has had on outcomes</li> <li>• Reviewed the QA reports of GWA, TPA, MIS, RGS and NHCA, reports were highlighting areas of strong performance and personal development</li> <li>• Ofsted section 8 visits for MWI and MJS, both achieving good grading</li> </ul> <p><b>Concern and risks</b></p> <ul style="list-style-type: none"> <li>• Impact of Covid on outcome for pupils</li> <li>• Outcome from the TPA QA visit, which identified challenges that will need to be addressed in the school development plan</li> </ul> <p>PM asked for any questions No questions</p>		
7.	<b>Procurement &amp;</b>	DH briefly discussed the proposal around the Management Information System (MIS), as outlined in		



	<b>Expenditure approval Plan</b>	<p>the paper, advising that the Maritime Academy has given the Trust a good opportunity to explore other MIS solutions. Looked at other providers, but after discussion Brom Com would be the preferred provider.</p> <p>DH asked the Board if they are happy with moving to Brom Com</p> <p>PM asked for any questions No questions were asked</p> <p>Proposed: SGa Seconded: PM</p> <p>All Board agreed</p>		
8.	<b>Board Appointments</b>	<p>KD advised that this is for the Board to appoint the following</p> <ul style="list-style-type: none"> <li>• Plympton Governors, Plymouth High School Governors to form their first RGB</li> <li>• Peter Hopkinson and Tracy Rogers to appoint onto RGBs</li> <li>• Jo Allen, new RGB member for Kent</li> <li>• Approval of the Board membership</li> </ul> <p>KD asked if they had any questions</p> <p>Proposed: SG Secunder: PM</p> <p>PM asked the Board to show hands for the total number of RGB members The Board agreed</p>		
9.	<b>Maritime Governance Structure</b>	<p>KD advised that the DfE are requiring a formal decision for the Board to agree the Governance Structure for the Maritime Academy.</p> <p>Proposal is to set up an interim Management Board who would report directly into our Board of Directors, they would meet six times a year and take on the responsibilities of the RBG, Finance and Staffing Committee of the RGB and AAB. This may be until the end of December 2023.</p>		

		<p>Proposer: SGa  Seconder: GN</p> <p>The Board agreed.</p>		
10.	<b>Special Resolution- Subsidiary Name Change</b>	<p>KD advised that the proposal is just to drop the Ltd from the end of the subsidiary component company Little Thinkers Preschool Nursery. It needs a Board decision as we own the company.</p> <p>KD asked the Board if they were happy for the name change and happy to allow KD to sign on their behalf, the name change, as company secretary.</p> <p>PM asked for the Board to agree both decisions</p> <p>The Board agreed both decisions.</p>		
11.	<b>Risks, opportunities and threats from Regional Governing Bodies</b>	<p>KD advised on the following items that needed action on</p> <ul style="list-style-type: none"> <li>Fratton RGB would like the Board to consider when we are doing Capital spend one of their risks on the outdoor space at TPA, asking the RGB to reinforce, as this is on the risk register.</li> </ul> <p>LM mentioned that he has asked for options around the outdoor area, a number of solutions, this will be costed and included within the Capital proposals that go to the Operations Committee in February. PM asked that as you are looking at options and it will be put to the Operations Committee, then we, as the Board, do not have to sign off on this.</p> <p>LM advised that there is a risk around Capital funding going forward, we've got a smaller pot of money to work with and there are lots of competing priorities around this. I need to look at what is needed and Portsmouth Academy proposal is one that we do need to look at. Working closely with heads.</p> <ul style="list-style-type: none"> <li>Strood RGB noted that we have had two Ofsted inspections and asked if there were any 'learns' from Governors around this.</li> </ul> <p>PM mentioned that the AAB are meeting in the New Year so that as a suggestion, if NS could look at making notes of what came out of the Ofsteds that would be helpful to the AAB and RGB</p>		

		LM advised that she will feed this back to the RGBs		
12.	<b>Communication to Governors &amp; stakeholders</b>	<p>PM asked KD if anything need to be passed to the stakeholders</p> <p>KM advised</p> <ul style="list-style-type: none"> <li>• Previous agenda item that we need to feedback to the RGB's</li> <li>• Email to GC on behalf of the Board to than him, now that he is stepping away</li> <li>• From the Board to the new RGB members and Southwest to offer support, welcome them to the Governance structure (PM to work on welcoming letter, welcoming them to the structure)</li> </ul> <p>All agreed</p>		
13.	<b>Any Other Business &amp; Correspondence to the Chair</b>	<p>ESFA confirmation of closed concern NHCA – another one the Victory that has now gone out.</p> <p>KD: A: yes, response has been sent to the EfSA.</p> <p>Meeting closed at 19:08pm</p>		
14.	<b>Items for next agenda</b>	<p>Executive pay review</p> <p>Maritime Academy</p> <p>RGS update on Sports Hall</p>		
15.	<b>Date of next meeting</b>	<p>2<sup>nd</sup> February 2022 at 5pm</p> <p>KD to confirm John Cavill Training date – 9<sup>th</sup> February via teams</p> <p>PM wished everyone a Happy Christmas</p>		