

THINKING SCHOOLS ACADEMY TRUST
COMPANY NUMBER: 7359755

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| Subject | Board of Directors | Date | 10.02.2025 |
| Location | London | Time | 10.00 |
| Present | Gerard Newman, Peter Martin, Kate Bettey, Ashley Hall, David Glassey, Krysia Butwilowska, Andy Minchin, Lurette Mill, Clive Star, Stuart Gardner, | Clerk | Kelly Denton |
| Apologies accepted | Steve Geary, Derek Morrison | In attendance | Lee Miller, Mandy Gage, Dan Botting, Michelle Smith, Jay Davenport, Paul Adams, Anna Webb, Kirstie Jones, Dan High, Janina Villalta |
| Non-attendees | | | |

| Key Points Discussed and Action Items | | | | |
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| No. | Agenda Item | Action/Discussion | By whom | When |
| 1. | Welcome, apologies and Business Interests | Chair welcomed all to the meeting. Apologies were accepted from Derek Morrison and Steve Geary. No additional business interests were declared | | |
| 2. | TSFE Performance | <p>Lee Miller led a session on TSFE in which he proposed the next phase of strategy to grow income from TSFE external services, with the plan for November 2025 launch. Internal TSFE will start a process of incorporating the ISBL operational excellence model pilot into their structure to ensure the best possible model at the lowest cost. A SWOT of TSFE was presented to the Board.</p> <p>Trustees questioned the income and profit forecast for the external TSFE work, staff capacity to deliver the strategy and still support TSAT schools, risks of losing key individuals who generate the income and income generation that comes from services other than consultancy.</p> <p>Trustees also asked LM if he had explored different legal structures to TSFE which</p> | | |

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| | | <p>could grow income from outside the sector. LM explained that that a lot of external companies like that the profit is going back into education and is TSfE USP.</p> | | |
| 3. | Little Thinkers Pore School & Nursey | <p>Lee Miller presented the background, values, operation structure and strategy of Little Thinkers, this included the Ofsted responsibilities for sites. In some settings the transfer rate from Little Thinkers to TSAT schools is 80% and is key to supporting and increasing pupil numbers within TSAT. A SWOT analysis was presented from Little Thinkers, including financial position and growth.</p> <p>Trustees asked about the cost of staff and the impact of local government pensions scheme, with the potential to employ staff directly into TSfE or Little Thinkers without this pension scheme, which it was agreed may be explored in time.</p> | | |
| 4. | Financial Strategy update | <p>Lee Miller presented a recap on the financial position of the trust and the 10-point plan to move the Trust into a sustainable position going forward.</p> <p>Point 1, Executive leadership review, Point 2, Central education teams and Point 3, TSAT central services reviews have been completed or in the last stages of completion. Point 4 on capitol is in review. Point 5 review of non-staffing costs review is ongoing. Point 6 recharge model and now been modelled and a final impact review will occur when the funding letters are issued. Point 7 is the reserves policy which is now communicated.</p> <p>Review 8 is the school budget review which schools are now in consultations on cost savings that impact staffing. Based on current position 5 schools are in 'green' with current balanced budget, 14 schools are in amber and will set a balanced budget with restructure, and 1 red but this is TPA which is working to a different timescale due to new Headteacher starting and need for them to understand the school before structure agreed. Original November position for schools was a £3.3m deficit and <u>current</u> position at end of January is 500k surplus</p> <p>Trustees questioned the total savings compared with the target of [REDACTED] [REDACTED] [REDACTED] [REDACTED] [REDACTED] [REDACTED] [REDACTED]</p> <p>Trustees had a discussion on the sector wide position, with focussed discussion around [REDACTED]</p> | | |

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| | | <p>the return to the 5% reserves policy for TSAT being the target for the next 3 years.</p> <p>Review 9 is income generation, the current position is [REDACTED] from lettings, [REDACTED] from fitness and [REDACTED] on external work.</p> | | |
| 5. | MADE Strategy | <p>Mandy Gage led a presentation on the TSAT MADE 3-year strategy which is the overview of TSAT policies, systems and processes required to deliver strong outcomes and transform life chances.</p> <p>MG outlined the MADE framework</p> <p>M – Motivate</p> <p>A – Analyse & Act</p> <p>D – Decide & Drive</p> <p>E – Educate All</p> <p>Outlining the policies that make clear the core expectations for TSAT schools, what happens when the core expectations aren't being met or having an impact in schools, and then the TSAT agreed toolkits to aid improvements.</p> <p>MG covered the approach to prioritise certain policies/toolkits over the next 3 years and Trustees questioned what is being done if schools aren't delivering on these areas before the toolkit is completed. MG explained that Heads and RD will still be identifying these areas and working to put in place appropriate strategies to improve this but these strategies won't come from an agreed TSAT toolkit.</p> <p>MG with Regional Directors took each element of MADE in order, explaining the content, how thresholds will be set and approach to delivery under each section.</p> <p>Trustees challenged how good practice they have seen across the trust, for example the assessment approach in Maritime which two Trustee's viewed in a school visit last week, as having a positive impact, is being identified and added to toolkits for the whole Trust. MG explained the Executive team are working across regions to review best practice on impact and incorporate that into the toolkits.</p> <p>Q: How do you propose governance oversight will align with the MADE strategy. A: Kelly Denton and I will work on this as we move into this new strategy</p> <p>Q: Do you have the resources to deliver this strategy? A: Yes, it is a 3-year project as the piece of work is big but it will be supported through the whole Executive and from schools, so is manageable</p> | | |

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| 6. | External context | <p>Nick McKenzie and Philip Wood from Browne Jacobson joined the meeting (12:30) to present a briefing on the Children's Wellbeing and Schools Bill, which they detailed was in the committee stage and not yet law. They outlined the context of the DfE at the moment and the bill with the expectation of a green or white paper to follow, which would add more information.</p> <p>They outlined the key changes within the Bill that would impact TSAT and the Trustees discussed some of these elements.</p> <p>Nick McKenzie and Philip Wood left the meeting at 13.15</p> <p>Stuart Gardner led a presentation on the recently announced changes to the Ofsted Framework and the key points for the Board to be aware of and consider. Trustees discussed the 10 areas, report cards, support and implications for leaders, schools and Trusts. In particular how the framework impacts schools like ours with high deprivation and the special provisions which we believe in. SG shared the number of schools within our trust who will face an inspection in the new framework within a year.</p> <p>Q: How close are we to being able to evidence all of these A: We will wait for the detail but we do measure all of these with the exception of inclusion where we don't currently pull together under one area.</p> | |
| 7. | Trust current position and strategy 2025/26 | <p>The Executive team produced and shared a SWOT analysis of the Trust under each of the Trust Quality Descriptors, in advance of the meeting which the Board discussed in detail.</p> <p><u>STRENGTHS</u></p> <p>Board challenged the gradings of two schools (████████) and whether they should be classed as a strength.</p> <p>Executive team explained that they both had strengths but that they weren't the strongest strategically</p> <p>Q: Primary attendance is above national as a strength but doesn't appear in the Opportunities as an area where we could share primary learns with Secondary. A: Agree, this is an opportunity as work is being done to share best practice around the Trust.</p> <p>Q: Are there any strengths in behaviour in the trust A: There are elements but its linked to culture and where it works in some primary's</p> | |

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| | <p>as part of the culture they have created</p> <p>Q: Behaviour doesn't show as a weakness but we know there are pockets such as TPA where it seems behaviour is an issue and it appears there are more GDCs this year</p> <p>A: Behaviour is improving and across the Trust and we have seen a reduction in suspensions issued.</p> <p>Q: Do we think the people within the organisation are a strength</p> <p>A: Yes, they are a strength. For example, 97% active in think ahead and professional growth</p> <p>It was agreed that our staff are a strength and will be added to Strengths.</p> <p>It was agreed that Trust CPD and teacher training is a strength</p> <p>Board noted that Board is strong, gives positive challenge, knows the schools, has the right expertise around the table and has a strong and active Chair. Board noted the RAB has the best oversight we've ever had on effectiveness of local governance</p> <p>Board added the culture of openness and information sharing of Executive with Board as a strength</p> <p>WEAKNESSES</p> <p>[REDACTED]</p> <p>Q: Is there any connection with schools newer to joining the trust and the culture in the school towards the Trust and changes that are rolled out</p> <p>A: It is dependent on the Heads attitude in schools where the Headteacher is on board then staff are too</p> <p>Q: Is disaster recovery a weakness for the trust</p> <p>A: We have plans and procedures in place but they aren't totally embedded. LM added in the future he would like to stress test this.</p> <p>Trustee noted that it is not a weakness, but not a position of maturity and Board agreed to add that we are not clear on how the Trust would perform in a disaster.</p> | |
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| | <p>It was agreed that challenges in SEND should be bold as a high priority/impact</p> <p>It was suggested by Trustee that there are a number of teachers close to retirement age</p> <p>Agreed to add capitol funding as a threat</p> <p>Agreed that AGB now has an improved position and not a lot, but some, are weak. Board added that there is no succession planning for Board and this needs to be a weakness. Board added that diversity on the Board was a weakness.</p> <p><u>OPPORTUNITIES</u></p> <p>RGS only girls' grammar in area was discussed about the opportunity this presents for the school to lead. It was agreed to add RGS becoming an exemplary school is an opportunity.</p> <p>SG gave an update on the opportunity of PLT joining the Trust and the impact of Goodwin being graded Good and how this could lead to a growth opportunity with Schools in the area.</p> <p>Board agreed to add improving diversity of the Board as an opportunity</p> <p><u>THREATs</u></p> <p>Q: What is the context of the costing of the deaf provision being a threat</p> <p>A: Staff costs are significant in the areas and very tight given the funding model. £10k funding has been the same for a long time but cost have risen therefore LA top up, but this is negotiated annually and therefore is a vulnerability</p> <p>Board noted that SEND funding needs to be a bold in threats. And agreed to add the social care funding and its impact on pupils needs to be added as a threat</p> <p>Board agreed to add that that impact on TSFE staff from trust growth should be added as a threat.</p> <p>It was discussed that a MAT inspection should be considered but could sit under all of these sections.</p> <p>The Board and Executive split into mixed groups; South East, South, South West and TSFE and discussed, from the conversations today, what areas need to be a part of the</p> | |
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| | <p>Trust development plan. All thoughts were then collated.</p> <p><i>It was agreed that the Executive will then take this away and produce the Trust development plan for the Board to review in the April Board meeting</i></p> <p>Chair led a discussion on the Growth opportunities, with PLT currently being taken forward, Sandwich Tech in Kent is an immediate opportunity to pursue.</p> <p><i>Board unanimously agreed that they would like Executive to progress talks with the DfE Regional Director on Sandwich Tech.</i></p>  | Exec | April BoD |
| 8. | <p>AOB</p> <p>The payroll conversion contingency paper was presented by Janina Villalta</p> <p>Q: Is there a go, no go, point A: Yes, in March but all is on track</p> <p>Q: Has the contingency plan already been discussed with the current provider A: Yes, they are aware and can run it for 4months if needed</p> <p>Board noted it was a comprehensive plan</p> | Exec | Easter 25 |

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| | | <p><i>The Board unanimously agreed the shared contingency plan for the pay roll project.</i></p> | | |
| | | Meeting ended at 16:28 | | |