

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

Subject	<b>Meeting of the Board of Directors</b>	Date	14 <sup>th</sup> December 2022
Room	TLC at the Portsmouth Academy, Medway Boardroom & via Teams Call	Time	5pm
Present	Gerard Newman (GN) (Chair), Peter Martin (PM) (Vice Chair), Stuart Gardner (SG), Michael Bailey (MB), Kaye Bettey (KB), Steve Geary (SG), Natasha Hurtado (NH), Clive Star (CS), Derek Morrison (DM)	In attendance	Kelly Denton (KD), Lee Miller (LM), Natalie Sheppard (NS), Dan High (DH), Jody Murphy (JM), Mandy Gage (MG), Gwynn Bassan (GB)
Apologies accepted	Julie Spurgeon (JS), Ian Mason (IM)	Clerk	Jennifer Coates
Non-attendees			

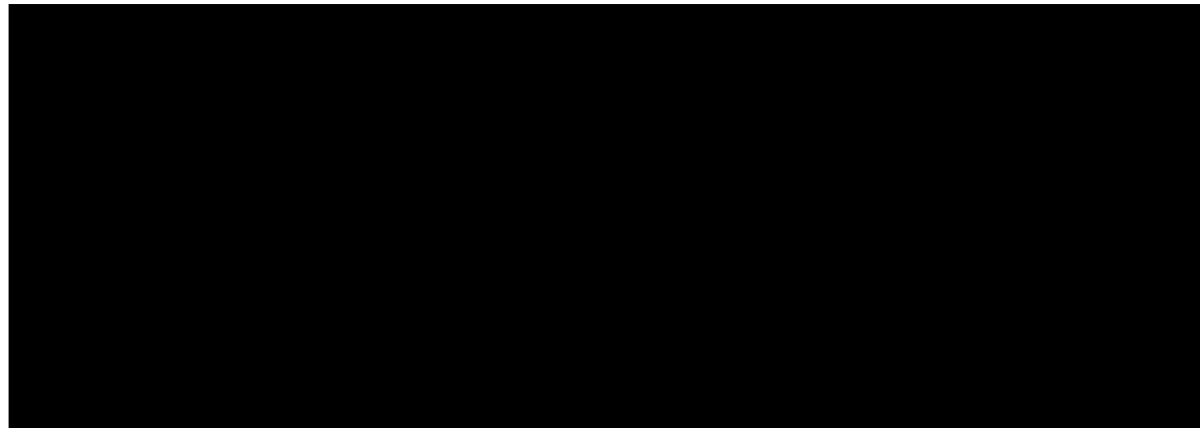
<b>Key Points Discussed and Action Items</b>				
No.	Agenda Item	Action/Discussion	By whom	When
1.	<b>Declaration of business interests</b>	There were no further declarations of interest.		
2.	<b>Welcome and apologies for absence</b>	The Chair welcomed all to the meeting. Apologies were received and accepted from JS & IM.		
3.	<b>Minutes and matters arising</b>	The minutes of the three previous meetings were considered and approved as accurate records of those meetings. All matters arising were considered and marked as complete bar a finance update which is being covered in this meeting. Governors expressed unanimous agreement for proposed redacted items in the minutes.		
4.	<b>CEO Report</b>	SG presented the CEO report, focussing on the issues arising and decisions required, which contained the following key information:		

Trust Strategic Plan

- The success through learning part of the strategic plan is not going to schedule as the excess staffing capacity that was planned at Maritime, is not available.
- Due to our scheme of delegation we cannot enforce common curricula which impacts our ability to deliver on some of our ambitions.
- Ofsted inspections have shown the importance of subject focus in the foundation curriculum. This is in being implemented in the Portsmouth schools.
- The key risk is our ability to be able to deliver the curriculum safety net that we aspire to.
- We will be discussing how to amend the Scheme of Delegation to allow us to make curriculum decisions where there are issues and concerns. As a Trust we pride ourselves on the ability for local decision making and it is the right thing to do. However, the scheme of delegation currently does not allow us to intervene if required changes are not being made.

**Governor Q – What are the next steps to the potential changes to the Scheme of Delegation?**

**SG A – The Executive team will bring proposals to the next Board meeting for discussion about how we can implement this safety net.**



*The Governors voted and were in unanimous agreement to approve these two proposed decisions.*

- We have had difficulties locating appropriate premises for the Operations head office.

**Governor Q – Do we really need a separate location? At the Trust offices there are so often empty seats. Is it a luxury we cannot afford right now?**

**LM A – These are not hot desk roles and yes, they need the space. The IT and facilities teams have a particular need for space – for example for the storage of a large quantity of IT equipment, and it is important for them to have their own working environment.**

- LM provided a verbal update on the IT challenges at Brixham College. There have been challenges identified from taking the school on. We are confident the school is in a better position now. There were challenges with IT staff at Brixham leaving, so we lost a lot of knowledge when we took the school on. We now understand the Brixham network, we are fully staffed and there is a plan to move them on to the single network as of 1<sup>st</sup> September 2023. The network is performing below where we would like it to perform but have plans in place to support this.

**Governor Q – Following this experience at Brixham, have there been lessons learnt so future schools joining the Trust do not have a similar experience?**

**LM A – There are always lessons learnt, the main one being the importance of transparency around what is possible and not possible from day 1. We overpromised to give them a seamless transfer and, in the future, we need to carefully manage expectations as part of due diligence process and the onboarding journey. It is difficult to promise there will not be any issues in the future as we do not know the systems of new schools joining the Trust.**

Trust Growth



**Governor Q – Have you considered the maximum size of the Trust or whether you would need to consider a redesign of the Trust structure to support a bigger growth model?**

**SG A – This ties in with the discussion paper. With our size and geographical area, the concept of a ‘central’ school education function is not necessarily appropriate for a Trust spanning such a large geographical area.**

**Governor Q – In regards to the risk of Goodwin remaining a satellite school, is the long-term plan still to look for other local schools to join us?**

**SG A – Yes, our view is around building connections for Goodwin with local schools. Covid has derailed some of those potential opportunities, and has not been picked up again. Our position is to continue to explore how we can connect with local Trusts and schools and what partnership working can look like.**



Trust Education Improvement Offer

- There are challenges to delivering the Trust Education Improvement Offer in a 'hub model' capacity. We would like to look at how we could divide Trust Education Improvement to be delivered centrally and locally. This will empower our Directors of Education by splitting what is appropriate to be delivered Trust-wide, and what can be undertaken and decided on at the local level, allowing them to establish the provision they need. We would amend the Education Levy to reflect this.

Decision Required: Does the Board approve the Executive Team developing the principles of our Trust Educational Improvement Offer into a formal proposal to be presented at the next Board meeting for approval.

**Governor Q – Are we looking at completing a pilot of this?**

**SG A – We already have that outlined of what it would look like for Portsmouth. We are looking at putting forward options for us to act on at the next Board meeting and can show you what that would look like in Portsmouth.**

*Governors voted and gave unanimous support of the decision to continue developing the principles of the Trust Educational Improvement Offer.*

Ofsted

- We have accepted Goodwin decision and are working at pace for improvement.



- GB gave a verbal update on the activities completed and plans put in place at Goodwin since the Ofsted inspection. From January 2023, Rachel Moon will be a Headteacher 3 and GB will be supporting as Executive Head. An Associate Assistant Principal has been appointed to oversee KS5 and personal development. This staff member led on those areas during Ofsted and both of those areas were judged to be

		<p>“Good”. We have a ‘Post Ofsted Action Plan’ and significant progress has been made in respect of behaviour, and the attendance and safeguarding systems working together. This was a big area of concern for Ofsted and they felt in some cases students were falling through the net. This was not the case but the departments needed to be working together better. Lee Lucas and Max Hall have been supporting with the drive for improvement of these areas. In January random samples will be reviewed to quality assure this. Behaviour and conduct is also an area of focus and is also contributing to staff absence. The Harbour wing will be launching in January 2023 where pupils will be sent if they do not comply with behaviour policies. Additionally, staff CPD has been arranged for supporting behaviour.</p> <p><u>Curriculum – KS2 &amp; KS4</u></p> <ul style="list-style-type: none"> <li>- Selective schools have positive P8 and all non-grammar schools were below floor. There are a significant number of actions in place.</li> <li>- For those schools to get to floor will be a significant achievement. Students from significantly deprived backgrounds and the amount of learning lost is a challenge. Students and Staff have lost a lot of routines that made them successful in achieving/delivering outcomes through Covid.</li> <li>- We are looking forward with those schools on a 3-year plan, to ensure that students at the end of Year 10 are performing as expected, and that attaining national levels of progress at the end of Year 11 is achievable.</li> </ul> <p>Decision Required: Communication from the Board back to RGB and AABs to analyse and interrogate school progress and attainment data during their school visits.</p> <p><i>Governors unanimously supported the decision for this communication to RGB and AAB governing bodies.</i></p> <p><i>Action GN/KD to arrange for the communication regarding interrogating school progress and attainment data to be sent prior to the next AAB meetings.</i></p> <p>Governor Comment – We should look at what training is available for new AAB &amp; RGB Governors so they have a greater understanding in Curriculum &amp; Progress.</p> <p>Governor Comment - In the communication we want to reinforce the training and support available through Governor handbook.</p> <p>Governor Comment - Chairs should be monitoring that new Governors are undertaking the training available to them.</p> <p><u>Behaviour</u></p>	<p>GN/ KD</p>	<p>03/02/ 2023</p>
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		<ul style="list-style-type: none"> <li>- MG explained that Post Covid, Victory suspensions were significantly increased but suspensions are now reducing and the appropriate systems are in place. I am confident that the right things are happening for the children at the right time and having an impact where needed.</li> <li>- GB explained there has been a rise in suspensions at Goodwin due to the new behavioural expectations and standards, but hope that with the new systems/processes they will reduce overtime with our new re-integration programme.</li> <li>- MG explained that at Plympton, single day suspensions are rarely effective. Ofsted have an issue with single day suspensions for repeat offenders. There needs to be effective strategies to prevent re-offending. At Plympton we have been working on preventing re-offending and strategies in place for those children.</li> <li>- NS explained in regards to TPA, with suspensions, the intention is to create time and space from school. We want to get them back in school and allow them to access the curriculum as soon as possible. At TPA we have repeat suspensions so we are bringing in a new provision for 13 Year 10s from January to overcome their barriers to learning and help them re-engage.</li> <li>- MG explained there was an error with the suspensions data at Holcombe.</li> </ul> <p><u>Safeguarding</u></p> <p><b>Governor Q – We were notified that some of the reasons for the Ofsted visit outcome at Goodwin were in respect of alleged gang culture/bullying, is there any updates on that?</b></p> <p><b>SG A – Those claims were not found to be true. These were allegations made but not substantiated in the Ofsted inspection. It is something we are following up with Ofsted about – having investigated the matter, how are they communicating back to the parents that those claims were unfounded.</b></p> <div style="background-color: black; width: 100%; height: 20px; margin-top: 10px;"></div>		
5.	<b>Finance Update</b>	<p>LM presented the Finance update which contained the following key information:</p> <p><u>2021/22 outturn and 2022/23 position</u></p>		

- The Government's Autumn Statement announced additional funds for education. Details are unclear at this stage. I am confident once we see this increase in per pupil funding the outstanding cost challenges at Academy level will be resolved.
- We have submitted our in-year funding for our secondary schools. We have had verbal confirmation of success for 2 of our claims which will add some additional funding we had not anticipated this year.
- Uncertain on energy relief post April. Forecasts at the moment assume no relief but we anticipate there may be some.
- We are confident we will be able to return the school to our budgeted position based on savings, improved opening position and anticipated increases in the per pupil funding for 2022/23.

Planning for 2023/24

- The budgets are based on assumptions which are a worst-case scenario. Most schools have no issue meeting a balanced position, some schools require minor intervention and only three schools that have challenges in bringing the budget back to a balanced position. We have time to model those solutions once we have further information from the Government on additional funding.

Summary

- Financial challenges are still real but through changes we are able to deliver a budget similar to that which we have set for 2022/23 and we are well positioned to remodel budgets for 23/24 to deliver a balanced budget with only minor intervention.
- Next steps are to remodel our financial assumptions for 2023/24 following the update from Government in January 2023.

Governor Comment – Commendations to all for this impressive work on balancing the books with so much uncertainty and change.

**Governor Q - In terms of 2023/24, following on from SGs paper, will there need to be heightened level of funding to address school improvement?**

**LM A – Yes and we are working with school leaders to understand the appropriate level of budget and resources are available. I am excited about the potential for a more local education model and great potential for us to look at how the central function operates around the central improvement strategy and that could be where we direct**

		<p><b>those additional resources. We still have concerns about our gas contract which runs out in October 2023. Also, the Teachers' pay award has not been approved. Forecasts are based on 5% model being adopted, but this is being challenged. If there is a move to a higher percentage point which is unfunded this will have a significant impact sector-wide.</b></p>		
6.	<p><b>Reports from Committees</b></p>	<p>GN asked Chairs of Sub-committees to present their one-page reports which contained the following key information:</p> <ul style="list-style-type: none"> <li>- <u>Audit &amp; Risk (PM)</u> – Very successful audit with only 3 low level management points. TSAT reserves sit at £3.8m. PM offered thanks to auditors UHY and LM and the wider finance team for their work.</li> </ul> <p>Decision Required: Approval from Board for approval of the 21/22 Accounts. <i>Governors voted and gave unanimous approval of the 21/22 Accounts.</i></p> <ul style="list-style-type: none"> <li>- <u>Staffing, Pay &amp; PG (GN)</u> – Challenges with HR staff turnover. Going out to tender for a new HR/Payroll/Recruitment system.</li> </ul> <div style="background-color: black; height: 20px; width: 100%;"></div> <ul style="list-style-type: none"> <li>- <u>Operations (KB)</u> – RGS sports hall has been completed and is very impressive. There are potential legal issues to recover costs from the contractor for delays in finishing the build. There are risks around Maritime's permanent site; the work is due to start in February 2023. Ongoing IT issues at Brixham College.</li> <li>- <u>Finance (GN)</u> – Thinking Fitness have been suffering with membership following Covid and we have asked for further projections on how that will produce a return to the Trust. Thinking Food launch has gone very well. Finance update in line with what LM has updated the Board on today.</li> </ul> <p>Decision Required: Changes to TSFE charging rates require approval. Note TSFE Directors are unable to vote which meant PM, GN &amp; SG abstained from this vote. <i>Remaining Governors unanimously approved the new TSFE charging rates.</i></p> <ul style="list-style-type: none"> <li>- <u>Governance &amp; Compliance (MB)</u> – Recommendation for approval for the Board Development Plan and changes to the RGB structure for Portsmouth. We discussed oversight of child protection from Governance &amp; Compliance to the Audit &amp; Risk committee. Safer recruitment processes were very positive and all statutory areas of safer recruitment have been addressed. Safeguarding visit to Goodwin taking place in</li> </ul>		



		<p>2023.</p> <p>Decision required for the changes to the Portsmouth AAB and RGB Governance model. <i>Governors voted and gave unanimous approval for the Portsmouth AAB and RGB Governance model proposed.</i></p> <ul style="list-style-type: none"> <li>- <u>Curriculum &amp; QA meeting (PM)</u> – QA and Ofsted visits have taken place. There are actions in place moving forward to address the issues and risks identified.</li> </ul>		
7.	<b>Risks, Opportunities &amp; Issues from RGBs</b>	<p>KD presented the risks, opportunities and issues from the RGBs which contained the following key information:</p> <ul style="list-style-type: none"> <li>- Holcombe AAB Governance is a concern with 2 disengaged members. This is for action in the Governance Membership item. There are also 2 vacancies on the Chatham RGB.</li> </ul>		
8.	<b>Governance Membership</b>	<p>GN presented the Governance Membership update which contained the following key information:</p> <p>Decision required: Approval for Simon Wright to join Strood RGB &amp; Mike Baker to join Maritime IMB. <i>Governors voted and gave unanimous approval for these members to join the RGBs.</i></p> <p>Decision required: Proposed AAB members removal for two Governors on the Holcombe AAB.</p> <ul style="list-style-type: none"> <li>- MB provided an update on these two Governors. AK has had no attendance over last year and no apologies were provided. She then planned for a visit/meeting but then asked to postpone. TT has had minimal contribution and attendance over the last academic year.</li> </ul> <p>Governors discussed the membership of both these AAB Governors membership.</p> <p><i>Governors unanimously voted to remove TT from the Holcombe AAB. Governors voted to allow AK a final opportunity to re-engage with a meeting in Term 3 2023, which will result in removal if this is not successful, with the decision to retain or remove being with the RGB Chair. KB abstained from vote.</i></p>		
9.	<b>Holcombe Grammar</b>	<p>MG presented the Holcombe Grammar School Admissions Policy for approval which</p>		

	<p><b>Admissions Policy</b></p>	<p>contained the following key information:</p> <p><b>Governor Q – Why cease using the Kent Test, are you then relying on the Medway Test only?</b>  <b>MG A – Yes. There are no other schools in Medway that take the Kent Test. We want Holcombe to be a Grammar school for local children so this will allow us to prioritise our local community and will put us in line with other local Grammar Schools.</b></p> <p><b>Governor Q – RGS is a girls’ school with a co-ed sixth form. Is there a discussion about making this school fully co-educational? Could this support IB numbers?</b>  <b>SG A – It is not something the school want to explore. Holcombe have the desire to become co-educational. If we did this it would still not increase the PAN for RGS and unlikely to have any impact on the IB.</b></p> <p><b>Governor Q – I believe we looked at this before and there was a perception that it may be an unattractive offer to send girls to a school that is predominantly boys. What has changed to make this happen now?</b>  <b>MG A – The difference is there are three local grammar schools changing to become co-educational. The consultation has been supported this time and we have support from Medway Council. We are working with the EDI lead for the Trust on a change management plan to ensure that Holcombe is the right school for girls to come to in a (currently) predominantly male environment.</b></p> <p>Decision required: Changes to admissions policy to become co-educational from September 2024 (subject to DFE approval)  <i>Governors voted and showed unanimous approval for the Holcombe Grammar School Admissions Policy. NH abstained from vote.</i></p> <p>Decision required: Cease to use the Kent test as a method of entry into the school.  <i>Governors voted and showed unanimous approval to use the Medway Test only.</i></p>		
10.	<p><b>Communication to Governors &amp; Stakeholders</b></p>	<p>GN summarised the communications to Governors and Stakeholders from this meeting:</p> <ul style="list-style-type: none"> <li>- Communication to AAB &amp; RGB Governors about interrogating and analysing progress and data during school visits and for RGB chairs to follow up on the activity to ensure it is happening.</li> <li>- Thank you to NS and TPA to recognise the award of becoming a Microsoft Showcase School.</li> <li>- Thank you to Lee Lucas &amp; team. The Torbay RGB have recognised the immediate 2%</li> </ul>		

		<p>improvement in attendance directly as a result from adopting trust attendance policies and support from the team.</p> <ul style="list-style-type: none"> <li>- Recognise the change in the Portsmouth RGB structure and wish the Governors every success.</li> </ul>		
11.	<b>AOB &amp; Correspondence to the Chair</b>	<ul style="list-style-type: none"> <li>- 3 safeguarding concerns letters to Ofsted. Parents can submit a safeguarding complaint to Ofsted. These are for Board awareness. SG commented that the sector has noted an increase in complaints coming through in this method. We take these seriously and these are investigated by the Director of Education and responded to in full.</li> </ul> <p>Governor Comment – The pattern I have seen in my Trust is where we are improving standards in schools for behaviour the number of complaints increase. My observation is that the stronger and more robust the complaints procedure is, it reduces the value in complaints being escalated to Ofsted.</p> <p><b>Governor Q – Are we confident parents know the routes to make complaints and come to the school’s first?</b></p> <p><b>SG A – It is a frustration we have. One of these is currently in process as a Stage 3 complaint. It is rare that we would get a complaint from Ofsted that has already or is currently being addressed with the school.</b></p> <ul style="list-style-type: none"> <li>- There will be a remote decision required in February 2023 for schools Admissions Policies.</li> <li>- 3<sup>rd</sup> May Board Strategic Meeting. The Board discussed the best location for in person attendance, and it was agreed that London would be a good venue, although the start should be moved to midday, to allow time for travel.</li> <li>- KD discussed the Board Development plan which includes Equality and Diversity training for the Board. One option is training via ihasco on equality, inclusion and diversity which would give a good basic understanding and would be non-compulsory. We could also look at a consultant delivering the equality strategy, who would run a session for the Board on what are the Board responsibilities are, the Trust wide strategy, where should challenge come from the Board on equality etc.</li> </ul> <p>Governor Comment – For those of us that have undertaken in our corporate role, we can send evidence of equality and diversity training to keep on file.</p> <p><i>Action Governors, if available, to send evidence of Equality, Diversity &amp; Inclusion training to JC.</i></p> <ul style="list-style-type: none"> <li>- KD provided a reminder to Trustees to complete school visits. As part of these visits, it is encouraged to look at whether the vision and ethos of the Trust is alive in the</li> </ul>	All Govs	01.03.2023

		<p>school. When you visit the school, you are looking at it from the Trustee perspective with strategic oversight.</p> <ul style="list-style-type: none"> <li>- Good news that the Trust has been awarded £530k Energy Efficiency Grant to spend on energy efficiency improvements in our schools.</li> </ul>		
12.	<b>Date of next meeting</b>	<p>10:00 on 8<sup>th</sup> March 2023 – <b>First Pupil Voice Meeting</b>  29<sup>th</sup> March 2023 – <b>Medway</b>  15:00 on 3<sup>rd</sup> May 2023 – <b>Strategic meeting</b>  12 July 2023 – <b>Torbay</b></p> <p>Part 1 of the meeting closed at 6.50pm.</p>		

<b>Agenda Item</b>	<b>Action</b>	<b>By Whom</b>	<b>By When</b>
4	GN/KD to arrange for the communication regarding interrogating school progress and attainment data to be sent prior to the next AAB meetings.	GN/KD	03.02.2023
11	If available, Governors to send evidence of Equality, Diversity & Inclusion training to JC.	Governors	01.03.2023