

THINKING SCHOOLS ACADEMY TRUST

COMPANY NUMBER: 7359755

Subject	Meeting of the Board of Directors	Date	16 th October 2024
Room	Maritime Academy & Via Teams Call	Time	5pm
Present	Gerard Newman (GN) (Chair), Stuart Gardner (SG), Kaye Bettey (KB), Peter Martin (PM), Clive Star (CS), David Glassey (DG), Steve Geary (SGE), Derek Morrison (DM), Ashley Hall (AH), Andy Minchin (AM)	Clerk	Jennifer Coates
Apologies accepted	Andrew Medhurst (AM)	In attendance	Lee Miller (LM), Mandy Gage (MG), Kelly Denton (KD), Michelle Smith (MS), Jay Davenport (JD), Krysia Butwilowska (KB)

Key Points Discussed and Action Items				
No.	Agenda Item	Action/Discussion	By whom	When
1.	Declaration of business interests	No additional declarations of business interests.		
2.	Welcome and apologies for absence	<p>The Chair welcomed all to the meeting. Apologies were accepted from Andrew Medhurst. The Chair welcomed Andy Minchin as the newest Trustee to join the Board.</p> <p><i>The chair requested a vote for the appointment of Krysia Butwilowska as a Trustee on the Board of Directors. Trustees appointed by Members are eligible to vote which includes Gerard Newman, Peter Martin, Kaye Bettey, Steve Geary, Clive Star and Stuart Gardner.</i></p> <p><i>The eligible Trustees voted by show of hands and unanimously approved the appointment of Krysia Butwilowska as a Trustee on the Board of Directors.</i></p>		
3.	Minutes and matters arising	<p>Governors reviewed the minutes from the last meeting.</p> <p>Gov Comment – David Glassey was an apology at the last meeting.</p> <p>Subject to this amendment, the minutes were agreed to be an accurate record of the meeting from 17th July 2024.</p>		

		<table border="1"> <thead> <tr> <th data-bbox="539 193 1198 225">Action</th> <th data-bbox="1209 193 1789 225">Update</th> </tr> </thead> <tbody> <tr> <td data-bbox="539 225 1198 320">Action KD to circulate the minutes from the March Board meeting for remote ratification.</td> <td data-bbox="1209 225 1789 320">Completed.</td> </tr> <tr> <td data-bbox="539 320 1198 480">Action SG to liaise with KD about requested support from Directors in regards to their role as link Trustee for the schools in the Ofsted window.</td> <td data-bbox="1209 320 1789 480">Completed.</td> </tr> <tr> <td data-bbox="539 480 1198 571">Action LM/KD to circulate the full risk register to the Board and invite any comment.</td> <td data-bbox="1209 480 1789 571">Completed.</td> </tr> </tbody> </table>	Action	Update	Action KD to circulate the minutes from the March Board meeting for remote ratification.	Completed.	Action SG to liaise with KD about requested support from Directors in regards to their role as link Trustee for the schools in the Ofsted window.	Completed.	Action LM/KD to circulate the full risk register to the Board and invite any comment.	Completed.		
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4.	Financial Strategic plan update	<p>The Board acknowledged the remote decisions made since the last meeting:</p> <ul style="list-style-type: none"> - Appointment of Andy Minchin to the Board - Appointment of Clive Star as Chair of South West RAB - Board of Directors Minutes 27th March 2024 - Procurement of Microsoft Licenses - Maritime Academy Cleaning Contract - Ratification of AGB and RAB terms of reference <p>LM presented the Financial Strategic Plan Update which contained the following key information:</p> <ul style="list-style-type: none"> - End of the year pre-audit figures show reserves of £4.6m reserves – this is within £45k of the predicted figure. - The Financial Strategy is to close the funding gap of £3.3m to break even. The target we are working towards of £4.3m as part of the 3-year strategy to get back to a 5% reserves position. <p>Gov Q – Deficit £2.492m but on a previous report it was £2.544m. Can you confirm this figure is correct?</p> <p>LM A – £2.492m is the figure which has been shared with the auditors.</p> <p>The financial strategy identified 10 specific reviews that we are looking to target in order to drive savings. LM provided an update on each of these targets:</p> <ol style="list-style-type: none"> 1. Executive and School Leadership Model - The consultation started in September inviting all parties effected to respond. The proposal is to change to a leaner Executive structure moving forward to recognise a recent leaver. There are also changes within the Headteacher model 										

that we are proposing to make. The consultation is ongoing. [REDACTED]

2. Educational Support Model funded by the centre – This is in mid-consultation. The proposal is to remove some regional roles and having a smaller group of experts in the structure to deliver priorities. Under the new structure they will be led by a member of the Executive team. [REDACTED] The consultation closes on the 4th November.

MG Comment – The team are a fantastic asset to the Trust that have not been fully utilised and there is a lot of work going on to deliver support in the Trust framework.

LM Comment – During the consultation there has been a lot of positivity about the opportunities this new model creates moving forward.

3. TSfE Central Services – This is in mid-consultation. Some consultation responses have resulted in some changes, as there have been good suggestions which will achieve the same savings. We have communicated the important message that the consultation is a genuine consultation process and we do listen and consider the ideas and thoughts that people have submitted and act on those. [REDACTED]

Gov Comment – Consultations are a two-way process and the way you are running this seems to be a good consultation by taking into account staff views.

4. Capital strategy & 'POT 4' – We need to maintain schools to a good standard but we are working in a funding environment where capital funding is limited. The SCA pot does not fund all priorities identified. Will be able to make savings in the revenue streams identified but it does compromise the way we spend that money in respect of capital funding moving forward and it comes with challenges in maintaining our schools.

5. Non staffing costs – We have estimated the impact of this to be £200k which we are confident we will secure. Individual service leads have supported with reviewing their revenue items. [REDACTED]

Gov Q - With regard to these 5 reviews, this was predicated on making savings for FY25-26, but are there any savings that will impact this year? As an example, posts where people have left and you are not replacing?

LM A – We are looking at opportunities that come up to make savings such as agreeing an early release. At this stage we are holding any savings back to recognise there are associated costs with this process.

Gov Comment – AH offered support with integrating the new MIS system.

6. Charging model between Central and Schools - This is nearly complete and is a complex process. [REDACTED]

Gov Q – Has there been any impact on schools following the announcement that local authorities can move mainstream funding to SEND funding – is that something that would happen this financial year?

LM A – Not this year. [REDACTED]. We are considering what this could mean for the long term. The Government are saying there is a need to do something in respect of SEND funding and they are considering various options.

7. Reserves Policy – This review provides a way for the Board to influence how those reserves are used and implementing a mechanism to ensure there are controls around using reserves in the right way considering the whole Trust and not the single school. This would only impact reserves beyond 5% (in the event that schools had not identified funding for specific capital projects/school improvement), and has been communicated to Headteachers. This is sparking conversations about having a strategy regarding utilising reserves for school improvement.

There has been challenge on this from those who are in a position where they have more than 5% reserves.

Gov Comment – I think this is an effective strategy and delivering this in a positive way in how we can use these resources to drive improvement.

LM Comment – We are not using reserves to fund operational expenses, but to be clear, we will not allow a deficit budget linked to operating costs.

[REDACTED]

[REDACTED]

8. School budget assumptions 25/26 – In October we are reviewing the charges this and will discuss the proposals with Heads by end of Month. In November, LM will meet with schools and business leads to review early draft 25/26 budgets to identify local funding gaps. Schools will be categorised as (1) being able to balance their budgets or (2) risk that they will not be able to balance their budgets. [REDACTED]

[REDACTED] Funding letters are issued in February and we will go into the normal budget setting window in March and April (2025) ready for final budget approval by July.

9. Income generation – LM is working 2 days out of Trust to secure additional income. Potential opportunities with other Trusts in the new year. HR & IT services have been taken up by other Trusts as well as existing finance contracts.

10. Commercialisation of TSfE – It is our plan to use TSfE Ltd to drive more savings and efficiencies by April 2026.

Gov Q – Which financial year will the additional Grant received for the ‘BET’ schools be recorded in ?

LM A – After speaking with auditors, it likely to be recorded as income received in year for 24/25 but it is subject to final confirmation.

LM proposed a decision for approval - Because of the financial challenges, auditors have asked the Board to consider more formally the ‘going concern’ statement and would like approval of this statement which will be shared with auditors.

Gov Q – In regards to the statement, there is normally a cash element – should we have some record of having sufficient cash resources for next 12 months after the accounts are signed? What are the risks against the initiatives and each of the reviews? Is there any possibility on a risk reserve basis that this will impact reserves?

LM A – On first point we submit the 12-month cash flow to support that. Trustees receive a monthly cash flow update into the Teams folder. I am confident we meet the cash reserves requirement. With regard to the point of risk, auditors are content that discussion of challenges and the reserves/cash flow position gives them comfort there is sufficient monitoring to respond to any risks which could occur.

Trustees voted by show of hands and unanimously approved the ‘going concern’ statement to be submitted to the auditors.

Gov Comment – From hearing from you, I am content this is a very fair, open and transparent process which is being run very well. Thank you to you and the team for your work on this.

5.	CEO Report	<p>SG presented the Board Update which contained the following key information:</p> <ul style="list-style-type: none"> - SG presented the Trust Improvement Plan for 23/24 review. - There was a lot of success in delivering the various projects. This has been categorised into “Red”, “Amber” and “Green”. - “Red”: The two projects which were not completed were: <ol style="list-style-type: none"> 1. Providing strategic oversight of SRP/AP with external SLAs due to staff priorities in schools 2. The School Condition data informing sustainability strategies for estates. This remains on the development plan for this academic year. - “Amber”: The 8 projects that have begun and remain ongoing are: <ol style="list-style-type: none"> 1. Core subjects shared resources which is continuing this year. Science is complete and Maths and English are still working towards completion. 2. KS2 assessment policy was implemented at the beginning of the year. The KS4 policy is now in place and having an impact. 3. The memory agenda is an ongoing theme and knowledge acquisition for children will remain a focus in quality assurance. 4. ‘Be your best self’ journals will continue to progress as there have been varying degrees of success and engagement in schools. This year the focus is to move these to be digital with a ‘mastery’ model at the heart. 5. CPD tracking has progressed with Ihasco feeding into Think Ahead, but for others we are having to complete this manually. Still looking to automate this process. 6. Support for schools in their first year has seen varying success and engagement. Some schools remain on their onboarding journey either culturally or with regards to their school performance. 7. School improvement plans effectiveness continue to develop. 8. Changes to school finances and the culture in respect of reserves. <p>Gov Q – With regards to the ‘Be your best self’ journals, is the issue with engagement at a staff or pupil level?</p> <p>MG A – The journals are a powerful tool when they are embedded. Some schools do it and use it as a way of feeding school planners with some metacognitive content as opposed to using it as a metacognitive tool. The purpose of these journals is for students to reflect and understand themselves as learners. Sixth form pupils tend to be less engaged with them, which is one of the reasons to move to a digital planner. We have allowed autonomy on their use in the past and we are now setting expectations. This is in line with the metacognitive focus and culture in our schools.</p>		
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SG A - This will act as a barometer for us as a Trust in terms of that whole metacognitive agenda and how we are driving that forward.

- SG presented the provisional Trust Outcomes from KS1 to KS5.

Phonics

Gov Q - There is a pattern of underperformance across the board in Portsmouth - when are we going to see the impact of the changes in place?

SG A - Portsmouth schools' improvement has stalled. This is a focus for this year. Schools in Portsmouth each use different phonics schemes. Either they need to demonstrate how to use their phonics schemes to deliver outcomes or we will impose a solution.

MG A - There is much more collaborate working within the Regional Directors through the raising standards meetings, so the ongoing improvement in school culture and collaboration will impact this.

Gov Q - All Faiths is a significant outlier in these results, what were the reasons for this?

SG A - The School had a very bad year. Results were unexpected and the results are not where they need to be. A lot of monitoring and support is going in this year.

- Year 4 MTC check outcomes were positive. This will support improved Maths outcomes at end of KS2.
- KS2 achieved national as a Trust but All Faiths and New Horizons Portsmouth outcomes are of concern.

KS4

Gov Q - Can we explore the gap between the selective schools, particularly Holcombe at 0.15 and Plymouth High at 0.18 as they are not performing as well as our other selective schools?

SG A - There is a split within the grammar schools. The degree of executive time and focus will need to be on the non-selective schools as they have a more significant journey to take.

The challenge will be in place this year for selective schools to improve their outcomes.

MG A - A change for this year is setting targets for these schools and there are rigorous discussions at our selective schools and it remains a focus on improvement.

Gov Q - What were Colchester Royal's previous results and how do these compare?

MG A - These are their highest ever outcomes.

- At KS5, broadly our pupils are making less progress than their peers nationally.

Gov Q - Do you track beyond school data as a Trust?

SG A - We do not track that at a Trust level, we do it at school level.

	<p>MG A – That is a good point about tracking that as a Trust. We have very strong data, particularly from non-selective schools on things such as first generation and university percentage of first choices. It would be useful for us to have as a Trust. <i>Action MG to capture ‘beyond school’ data at Trust level moving forward.</i></p> <p>Gov Q – Why have we not done that before? MG A – I cannot comment on why it hasn’t previously and the tracking at school level can be challenging but I will consider that and how we can because it would be useful when we start looking at the performance of a Trust regarding destinations.</p> <ul style="list-style-type: none"> - SG and MG presented the Development Plan 24/25. - Results were as expected and there is no change but has further emphasised the need for strong policies including the curriculum and outcomes policy which includes a framework of improvement. - We are not having the impact on school attendance that we want to see at the moment. - MG - TSAT MADE – a new think-piece strategy for a framework that we aim to develop into a permanent strategy. Each element of MADE will have policies & principles, frameworks or toolkits, QA and monitoring, CPD & training. We are systematising the way we deliver education and bringing in together to deliver impact. <p>Gov Q – How much are you leveraging existing good practice and frameworks to develop this? MG A – We are working on identifying good practice and making that part of the Trust practice. Need to strike a balance of autonomy vs consistency. These will be frameworks that contain core expectations, outcomes required and how those outcomes are achieved. This will come to the Culture and Development Committee through the course of the year prior to the formal launch to allow Trustee input.</p> <p>Gov Q – If we are visiting a school, should we get Headteacher views on this? MG A – Headteachers are aware of TSAT MADE but it is a soft launch this year. Heads will get the opportunity to contribute to the creation of this.</p> <ul style="list-style-type: none"> - Strong services have made a strong start to the year. We are running a procurement process for the new MIS system. - SG and the Regional Directors presented the position of the schools in the Trust, categorised as either “Green”, “Amber” or “Red”. Regional Directors gave an update on schools categorised as “Red”: - MS for TPA– We are making progress at TPA and have seen a reduction in suspensions and an increase in attendance. We are overcommunicating messages to staff, students and stakeholders. Incidents of physical altercations have significantly reduced and have had a very successful fire drill. A big focus for us is to collate the data to review the impact so far 	MG	Ongoing
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		<p>but this is an ongoing journey of improvement. There is also less Central Services intervention at the school.</p> <p>Gov Comment – This is very positive to hear as the School has been in need of significant Trust resources until now.</p> <p>[REDACTED]</p> <ul style="list-style-type: none"> - JD for Paignton - The focus has now moved away from their onboarding to urgency, pace and rigour regarding their curriculum and outcomes. There are significant plans across KS4 in particular. Behaviour is improving which is allowing us to focus on quality of education, reviewing impact and implementing the curriculum and outcome policy. <p>[REDACTED]</p> <ul style="list-style-type: none"> - SG for Maritime – Operationally the School runs well. However they have lost some key staff, particularly in Maths, and there is a very new senior leadership team. We anticipate this will improve by the next meeting with some intervention in place from SG this term. The next focus will be on evidencing impact on the Curriculum and the students long term learning. <p>Gov Q – Are there any particular Governor visits which could take place to support you at Maritime?</p> <p>SG A – Yes and I have spoken with AH who is the Chair of the IMB. The key will be focussing on having conversations with Middle Leaders to allow them the opportunity to practice and articulate what they want to say (in an Ofsted inspection) will be invaluable.</p> <p>[REDACTED]</p> <ul style="list-style-type: none"> - SG updated the Board about which schools are in Ofsted windows this academic year. <ul style="list-style-type: none"> o Imminent/unknown include Paignton and The Portsmouth Academy. o Term 2 onwards include All Faiths, Goodwin and Meon Infant School. o Term 3 onwards includes Maritime. o Term 4 onwards includes Kings Ash. o Term 5 onwards includes Furzeham Primary School. - Trustees were reminded of their link school in the Ofsted window and encouraged them to spend time with those schools and represent the Trust at those meetings. <p><i>Action KD to set up a meeting with SG and GN to discuss experiences of Trustee and Ofsted meetings on inspection days and how we can support them.</i></p>	<p>KD</p>	<p>ASAP</p>
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		<ul style="list-style-type: none"> - SG presented the draft Trust Development Plan for 25/26. - Theme of ‘anchoring the change’. There are new policies coming through that we will need to embed and the launch of TSAT MADE. This will be reviewed at the Board Strategic Day later this academic year. <p><i>SG proposed and GN seconded a decision for approval for Furzeham Primary School extending their nursery provision to include pupils from the age of 2 years old.</i></p> <p><i>The Trustees voted by a show of hands and gave unanimous approval to extending the nursery provision at Furzeham Primary School.</i></p>		
6.	Board development plan	<p>KD presented the Board Development Plan which contained the following key information:</p> <ol style="list-style-type: none"> 1. Embedding the Governance structure which will include a focus on succession planning and governor workload. 2. Holding Leaders to account including filling vacancies. We will also complete a skills audit this year and implement a new communication group for the Board. 3. Ensuring reports evidence information set out by the DFE (Appendix B). 		
7.	Governance	<p>KD presented the Governance update which contained the following key information:</p> <ul style="list-style-type: none"> - First round of AGBs took place last week. Members of the Central Governance team attended high risk AGBs. Areas for development identified included lack of strategic questioning, over reliance on a minority of Governors and a large volume of papers. Link governor roles have been assigned and visit days have been planned which will result in more Governors in schools than we have had previously. Headteachers and others involved have been positive about the change. RABs will receive full reporting on their region and more detail on the development plan. <p>Gov Comment – Thanks to AM for helpful feedback about AGB at Lodestar.</p> <p><i>KD proposed a decision for an amendment to the AGB Terms of Reference.</i></p> <ul style="list-style-type: none"> - <i>Colchester Royal AGB are responsible for more than a usual AGB as they do not buy in to Trust services (e.g. Health and Safety). As a result, we are amending the Terms of Reference to reflect these schools that do not buy in that make individual AGB responsibilities clearer.</i> <p>Gov Comment – This is also an important point when some schools may choose to offboard from Thinking Solutions and the responsibility they would need to take on if they chose to do so.</p> <p><i>Trustees voted by a show of hands and unanimously approved the revised AGB Terms of Reference.</i></p>		

		<p>Gov Comment – When looking at the Terms of Reference, there is a big risk to the Board if those additional responsibilities are not Governed properly.</p> <p>KD Comment – The focus of the RAB is to look at how effective governance is in our schools. AH who is the Chair of the South East RAB is aware of these additional responsibilities for Colchester Royal. For things such as Health & Safety, the Operations Committee will receive updates on their (CRGS's) compliance so that will have Board oversight.</p> <p>Gov Q - Have all Trustees and Governors completed their mandatory training? KD A – I will review this and email any Governors who have not yet completed it.</p>		
8.	Communication from the Board to the Trust Community	<ul style="list-style-type: none"> - Note of congratulations to TPA as they have been accredited as a Microsoft showcase school. - Congratulate PHSG for placing 9th/85 at the international finals of the F24 electric car competition at Goodwood. TSTARs award to Matt and Annette who run this programme. - TSTARs to Doug Stewart for securing the additional Grant following the 'BET' schools joining the Trust. 		
9.	Any Other Business, Correspondence to the Chair & Chair update	<ul style="list-style-type: none"> - Ofqual letter shared with board regarding outcomes. This highlights the rthe Board's responsibilities in the instance of another pandemic, as well as examinations. <p><i>SG proposed and GN seconded the approval of the new Little Thinkers License to Occupy & SLA Charges.</i></p> <p><i>Trustees voted by show of hands and unanimously approved the Little Thinkers License to Occupy & SLA Charges.</i></p> <p>Trust Executives were dismissed at 6.50pm for final confidential items which are captured in the confidential minutes.</p>		
10.	Items for next agenda	<ul style="list-style-type: none"> - Consultation outcomes - Progress update on actions to improve outcomes - Sign off the accounts 		
11.	Date of next meeting	<p>Date of next meeting: Wednesday 18th December 2024 @5pm, Location: Portsmouth or via Teams. The meeting closed at 7:13pm</p> <p>KD noted that the Strategic Board Day has moved to a new date - Monday 10th February.</p>		

	Agenda Item	Action	By Whom	By When
1.	5	Action MG to capture 'beyond school' data as a Trust moving forward.	MG	Ongoing
2.	5	Action KD to set up a meeting with SG and GN to discuss experiences of Trustee and Ofsted meetings on inspection days and how we can support them.	KD	ASAP