

Minutes

OAT Board of Trustees

Date: Thursday 13th December 2018
Time: 11.00am
Location: Thackeray Suite, Thistle Holborn Hotel, The Kingsley Fitzroy,
 36-37 Bloomsbury Way, London, WC1A 2SD

Present:

Peter Murray	PM	Trustee and Founding Chair
Paul Hann	PH	Chair
Wendy Barnes	WB	Trustee
Frances Hall	FH	Trustee
Nick Hudson	NH	CEO and Trustee
Andrew Jones	AJ	Trustee
Jane Nolan	JN	Executive Principal and Trustee
Mark Stanyer	MS	Executive Principal and Trustee
Ian Brookman	IB	Vice Chair

Apologies:

Bal Samra	BS	Trustee
Sir Robin Boshier	RB	Sir Robin Boshier

In Attendance:

Carmel Brown	CB	National Director of People and Operations
Marcella Craven	MC	Clerk to the Board
James Miller	JMi	National Director of Estates and Technology
James Murray	JMu	Ormiston Trust – CEO
Paul Nye	PN	National Director of Finance
Robert Pritchard	RP	National Director of Education
Amelia Walker	AW	National Director of Strategy and Quality Improvement
Sunita Yardley-Patel	SYP	Head of Governance

Part	Discussion	ACTION
1	Welcome, introductions and apologies	
1.1	Apologies were received and accepted from RB and BS. PH confirmed that BS may ring in with a view on papers. It was decided that Item 6.2 would be discussed first.	
2	Minutes/Administration	
2.1	<u>Declaration of interests and Trustees' interests</u> IB informed the board of a change to his declaration, MC confirmed the Register of Directors Interests had been updated to reflect this. No further changes were declared.	

<p>2.2</p> <p>2.3</p>	<p><u>Trustees</u> The Chairman welcomed SYP who is taking on the responsibilities of the clerk and thanked MC, who is leaving OAT.</p> <p>WB has taken the decision to step down from her trusteeship, a role she has had since 2009. PH thanked her for her contribution and presented her with a token of thanks.</p> <p>The term of office of FH, OAT Trustee, had been extended, with approval from Ormiston Trust, for a further four years (term now ends 01.01.2023).</p> <p>PH updated the Trustees on the recent meeting with the DfE which occurred this week.</p> <p>AJ updated the Trustees on his training by Academy Ambassadors, on Board Development. The theme was target operating models and data insights on performance and targets. Procurement and key suppliers as tools had been highlighted. There was a pattern of movement taking place in other MATs releasing resources through efficiencies for direction at frontline education.</p> <p><u>Minutes</u> FH asked for an addition to be made to the Board Minutes at item 3.2 to reflect that 'greater improvement had taken place in KS4'.</p> <p>The Minutes of the Board Meeting of 13 September 2018 were amended and approved as a true record and signed on behalf of the Board by the Chairman.</p> <p><u>Matters Arising</u> Item 3.4 Talent Management, a further progress report will be brought to the Board on 14 March 2019.</p> <p>All other matters arising had been actioned, delegated to Committees or formed part of the meeting's agenda.</p>	<p>CB</p>
<p>3</p>	<p>Five Year Strategy and Evaluation Framework</p>	
<p>3.1</p>	<p><u>Five Year Strategy and Evaluation Framework</u> NH explained that at the September 2018 board meeting trustees had agreed the broad strategic principles for consultation with staff. That consultation was now complete, and the draft strategy was based on this.</p> <p>AW explained the strategy needs to be underpinned by values. These values are not new, but just re-articulated. FH was thanked for her advice. OAT branding would also be refreshed.</p> <p>PH asked if Trustees were content with the wording of the values. JN highlighted the use of the words pupil and students, particularly in relation to primary and secondary. This was discussed. Trustees requested that the wording throughout become 'pupils and students'. Trustees agreed the values and the change of the wording.</p> <p>AW explained that the consultation, level of commitment and interaction had been remarkable. The Executive were asking for the Strategy document to</p>	<p>AW</p>

	<p>be agreed so that it can be used with staff to take the ambitions forward. The strategy will inform further planning for change.. A planning process is being put in place which will be aligned across the organisation - and across individual school development plans.</p> <p>Outcomes of the formal consultation were highlighted to the board. This was a major task contacting all staff and governors, and it was the first time OAT had engaged in this way. The process had been positively received</p> <p>RP explained how the School Improvement strategy would knit with the overall strategy. The headings and four strands of School Improvement fit in with the Operating Model and the proposed 'Institute of Education'. In January 2020 expanded measures will be brought back to the Trustees to hold the Executive to account.</p> <p>The strategy was discussed in detail by trustees.</p> <p>PH summarised that the board accepted the overall Strategy and recognised the thoroughness with which the process had been undertaken and the quality of the strategy itself. The Strategy was approved with some amendments to be agreed by teleconference in the near future.</p>	<p>AW</p>
<p>4</p>	<p>Target Operating Model</p>	
<p>4.1</p>	<p><u>Target Operating Model</u></p> <p>NH led the discussion. This has been a detailed piece of work on structure, analysis, and drew on wide consultation across OAT. At a FOR committee meeting the Model had been tested with the committee members, and thanks were given to FH, AJ, IP and PM. Their comments were reflected in the model.</p> <p>The model will allow investment and releasing resource to enable Principals to focus on our values and the core business of raising achievement.</p> <p>Trustees discussed the proposed model in detail. On Finance PN explained this section was designed to create a structure to make the best use of our resources. Discussion took place around a regionalised structure. NH explained how it was a local support structure, in regions.</p> <p>Trustees discussed both the model and related communications.</p> <p>Confidential item took place with trustees after lunch at 13.45 (CB, JM, AW, SYP and RP left the room).</p> <p><u>1430 the non-trustees returned to the room</u></p> <p>The Primary performance tables had been released, JN was congratulated on the results of Ormiston South Parade Academy who in comparison to all primaries nationally were in the top 25 for reading and maths and in the top 3% for Reading, Writing and Maths.</p> <p><u>Estates, ICT and the model</u></p> <p>JM discussed the strategy and answered questions from Trustees. There is</p>	<p>AW</p>

	<p>cohesion with finance with an aim to make the process efficient, dedicated to the area, professionally and geographically close. JM judged that the IT functions had greater potential to centralise with efficiencies, provide resilience and so reduce risk.</p> <p>It was agreed there would be an extraordinary meeting of the Board later in January to consider the proposed operating model further, after further consultation had been undertaken with principals.</p>	
5	Performance reports	
5.1	The Performance reports had been read by Trustees and this was noted in the meeting. These papers were all for information only.	
6	Decision papers	
6.1	<p><u>Annual Report and Approval of Annual Accounts Y/E 31 August 2018</u> PN confirmed that the Audit Committee had fully reviewed the draft accounts and auditors' report on the accounts, tabling the most recent draft set of accounts and RSM's Audit Report to the Board.</p> <p>PN highlighted a number of key accounting areas impacting on the accounts including: prior year adjustments; and RSM's key findings of its audit. The auditors recommended the Board approve these.</p> <p>IB confirmed there were a few errors in the accounts for example around capitalisation of assets, these have been corrected as part of the audit. They acknowledged the progress made by the team.</p> <p>Accounts reserves are at 3.8%. Reasons for this were discussed. The trust is a going concern for 12 months from today. Teachers' pension contributions will rise next year. The guidance is that this will be fully funded. It was agreed that this paper needs to be attached to the minutes, PN to share the paper with IB.</p> <p>The Audit committee recommended the accounts to the Board, IB proposed the item, FH seconded and the Board approved them The Board authorised PH and NH to sign the accounts on behalf of the Board accordingly.</p>	PN
6.2	Policy regarding pooling of income and reserves	
	<p>PN explained that historically the Trust's reserves have been held by individual academies. These reserves can only be used when the Trust has reached the agreed level of target reserves. The current treatment means that the Trust is unable to allocate its resources to the areas of greatest need.</p> <p>The Board was asked to agree the following: Academy reserves will be held centrally with effect from 31 August 2018.</p> <p>Income from the ESFA will continue to be allocated to academies each year for budgeting purposes. In year surpluses and deficits will be transferred to the central reserves at the end of each year. Over or under performance against budget in one year will be reflected in the budget for the following year.</p>	

	<p>IB confirmed the FOR committee had discussed this matter fully. Principals are incentivised not to spend rashly. This will be affected by the Operating model cross charge stream. PN confirmed this does not affect the Trusts reserves. It allows the money to be used where needed.</p> <p>After discussion the board approved the policy regarding the pooling of income and reserves.</p>	
6.3	<p>Letter from Eileen Milner, Chief Executive, ESFA</p> <p>Eileen Milner had asked that her letter be shared with boards of MAT Trustees and discussed at their next board meeting. The Board discussed the letter, its themes and its contents and how the Board's work reflected these.</p>	
6.4	<p>Admissions</p> <p>Trustees were asked to approve the Admissions Policies for all academies for the 2020-2021 academic year. In 2016 all OAT academies adopted the OAT Admissions Policy for the 2018-2019 academic year. To comply with legislation, all OAT academies had a six-week consultation period, which must happen a minimum of every seven years. However, where changes are made to academy arrangements (other than an increase to PAN which does not need to be consulted on) there needs to be a further six-week consultation regardless of the time passed since the last consultation. Trustees discussed the 2020-2021 Admissions Policy.</p> <p>It was confirmed that where there have been any issues, Stone King have been consulted on how best to proceed and their advice has been followed.</p> <p>IB asked why three academies were reducing their PAN. RP explained these were PANs set by Local Authorities historically and the revised figures were more realistic.</p> <p>Full approval was given.</p>	
7	<p>Date of Next Meeting</p>	
7.1	<p><u>Dates of next meetings</u></p> <ul style="list-style-type: none"> • Thursday 14 March 2019 • Dates for approval: 11 July 2019, 12 September 2019, 12 December 2019, 12 March 2020 <p>Date of Extraordinary meeting telecom to be agreed. Date of Extraordinary meeting in January to be agreed.</p>	
7.2	<p>There being no further business, the meeting closed at 15.25.</p>	