

THE CHALLENGE ACADEMY TRUST, TRUST BOARD

DRAFT Minutes of the meeting of the Trust Board held on the 8th of December 2022

Time: 16:00 – 17:40

Venue: TCAT Personal Development Centre

Chair: Howard Platt

Clerk: Katie Whitmore katie.whitmore@entrust-ed.co.uk

Trustees attending			End of Term
JC	John Cartwright	Trustee	23.06.2025
SD	Susila Davis (via Zoom)	Trustee	23.06.2025
AM	Andrew Moorcroft	Chief Executive Officer (CEO), Trustee	N/A
LM	Lacy Muir	Trustee	16.12.2022
HP	Howard Platt	Chair, Trustee	01.07.2025
SR	Susan Richardson	Trustee	03.12.2023
SW	Stephen Whatmore	Trustee	01.07.2025
SY	Sheila Yates	Trustee	01.04.2024
Also in attendance			
VB	Vicky Briggs	Director of Education, TCAT	
AL	Adrienne Laing	Operations Director, TCAT	
BL	Ben Logan	Head of Human Resources (HR), TCAT	
TL	Tim Long	School Improvement Lead, TCAT	
DM	Damien McGuire	Finance Director, TCAT	
KW	Katie Whitmore	Clerk, Entrust	

Trustees not attending			End of Term
JG	Jane Griffiths	Trustee	04.11.2022
PM	Phil McEwan	Trustee	14.07.2025
JM	John Monaghan	Trustee	01.04.2024
ST	Stuart Titchard	Trustee	31.08.2025
LW	Linda Waterson	Trustee	01.07.2025

Documents Circulated Prior to the Meeting
FINAL Agenda TCAT Trust Board 08.12.22 FINAL Minutes TCAT Trust Board 15.09.2022 CEO report to the board Dec 22 MAT Summary Evaluation OFSTED Trust Meeting 08.12.22 TCAT STRATEGIC PLAN 21-23 Updated Sept 22 SEPT 22-23 TCAT Risk Management Action Plan NEW FINAL Minutes TCAT Quality and Standards 06.10.2022 FINAL Minutes TCAT Finance HR and Operations 13.10.2022 FINAL Minutes TCAT Safeguarding Panel 08.11.2022 FINAL Minutes TCAT Finance HR and Operations Extraordinary Meeting 23.11.2022 FINAL Minutes TCAT Finance HR and Operations Meeting 01.12.2022



Annual Financial Statements 2022
T193 – TCAT Letter or Rep 2022
TCAT Trustees Decarbonisation Report 28.11.2022
Appendix 3 Decarbonisation Report Risk Register
TCAT – Cyber Essentials Report
Policies and Returns MASTER

Part one – non-confidential business

The meeting was quorate, with eight of the thirteen Trustees attending (quorum is one third)

Part one of the meeting opened at 16:00

There was a confidential - part two of the meeting

1	<p>Welcome</p> <p>The Chair opened the meeting and welcomed everyone in attendance.</p> <p>There were no items for any other business (AOB).</p> <p>There were confidential items that would be discussed in part two of the meeting.</p>
2	<p>Absence / Apologies / Non-Attendance</p> <p>JM, ST, LW had sent apologies in advance of the meeting.</p> <p>PM had sent apologies in advance that he would join the meeting late; PM did not attend the meeting.</p> <p>JG was not attending following her resignation on 04.11.2022.</p> <p>Resolved: Trustees accepted the apologies from PM, JM, ST and LW</p> <p>Resolved: Trustees accepted the resignation of JG.</p>
3	<p>Register of Interests</p> <p>There were no declarations of conflict of interest.</p>
4	<p>Declaration of pecuniary interests</p> <p>There were no declarations of pecuniary interest in relation to items on the agenda.</p>
5	<p>Membership and Organisation</p> <p>a) Election of Chair and Vice Chair</p> <p>There were no nominations received in advance of the meeting.</p>



	<p>HP self-nominated during the meeting to continue as Chair, which was seconded by Trustees.</p> <p>SW self-nominated during the meeting to continue as Vice Chair, which was seconded by Trustees.</p> <p>Resolved: HP will act as Chair, and SW will act as Vice Chair, for the year 2022/23.</p> <p>b) Terms of Office</p> <p>LM was happy to continue as Trustee, which was seconded by Trustees.</p> <p>Resolved: LM will continue as Trustee for a four-year term, to 16.12.2026</p> <p>Trustees noted the vacancy on the Board for a Trustee representing the Liverpool Diocese, further to the resignation of JG.</p> <p>Action: Ongoing recruitment by Liverpool Diocese to fill vacancy of representative Trustee.</p>																																										
6	<p>Minutes of the Trust Board meeting held on the 15th of September 2022</p> <p>a) Approval of the Minutes</p> <p>Resolved: The minutes from the last meeting 15.09.2022 were accepted as a true and accurate record and would be duly signed and made available on request.</p> <p>b) Matters arising and action log</p> <p>There were no matters arising from the minutes of the last meeting 15.09.2022.</p> <p>The action log from the minutes of the meeting 15.09.2022 was reviewed:</p> <table border="1"> <thead> <tr> <th>Item</th><th>Action</th><th>Owner</th><th>Due</th></tr> </thead> <tbody> <tr> <td>2</td><td>ST to speak with JG and the Liverpool Diocese regarding attendance and confirm membership. <i>JG had resigned; Liverpool Diocese did not have a replacement and would look to fill the vacancy.</i></td><td>ST</td><td>COMPLETE</td></tr> <tr> <td>3</td><td>AL to email Trustees with guide to online declarations on Governor Hub.</td><td>AL</td><td>COMPLETE</td></tr> <tr> <td>5a / 5b</td><td>KW to request nominations for Chair and Vice Chair ahead of meeting 08.12.22</td><td>KW</td><td>COMPLETE</td></tr> <tr> <td>5c</td><td>KW to contact LM regarding intentions following term of office ending 16.12.22</td><td>KW</td><td>COMPLETE</td></tr> <tr> <td>5d</td><td>AL to update <i>Monitoring and Reporting</i> organisation chart to include Chair and Vice Chair for each committee.</td><td>AL</td><td>COMPLETE</td></tr> <tr> <td>6</td><td>AL to liaise with Trustees to update and provide instruction of how to update this within personal profile on Governor Hub.</td><td>AL</td><td>COMPLETE</td></tr> <tr> <td>7a</td><td>KW to update attendee list for minutes of 14.07.2022.</td><td>KW</td><td>COMPLETE</td></tr> <tr> <td>7b</td><td>Trustees to complete Skills Audit <i>Outstanding for JM</i></td><td>AL</td><td>23.03.2023</td></tr> <tr> <td>7b</td><td>Invite LGB Governors to volunteer as associate members of Trust Board and sub-committees</td><td>Trustees</td><td>Ongoing</td></tr> </tbody> </table>			Item	Action	Owner	Due	2	ST to speak with JG and the Liverpool Diocese regarding attendance and confirm membership. <i>JG had resigned; Liverpool Diocese did not have a replacement and would look to fill the vacancy.</i>	ST	COMPLETE	3	AL to email Trustees with guide to online declarations on Governor Hub.	AL	COMPLETE	5a / 5b	KW to request nominations for Chair and Vice Chair ahead of meeting 08.12.22	KW	COMPLETE	5c	KW to contact LM regarding intentions following term of office ending 16.12.22	KW	COMPLETE	5d	AL to update <i>Monitoring and Reporting</i> organisation chart to include Chair and Vice Chair for each committee.	AL	COMPLETE	6	AL to liaise with Trustees to update and provide instruction of how to update this within personal profile on Governor Hub.	AL	COMPLETE	7a	KW to update attendee list for minutes of 14.07.2022.	KW	COMPLETE	7b	Trustees to complete Skills Audit <i>Outstanding for JM</i>	AL	23.03.2023	7b	Invite LGB Governors to volunteer as associate members of Trust Board and sub-committees	Trustees	Ongoing
Item	Action	Owner	Due																																								
2	ST to speak with JG and the Liverpool Diocese regarding attendance and confirm membership. <i>JG had resigned; Liverpool Diocese did not have a replacement and would look to fill the vacancy.</i>	ST	COMPLETE																																								
3	AL to email Trustees with guide to online declarations on Governor Hub.	AL	COMPLETE																																								
5a / 5b	KW to request nominations for Chair and Vice Chair ahead of meeting 08.12.22	KW	COMPLETE																																								
5c	KW to contact LM regarding intentions following term of office ending 16.12.22	KW	COMPLETE																																								
5d	AL to update <i>Monitoring and Reporting</i> organisation chart to include Chair and Vice Chair for each committee.	AL	COMPLETE																																								
6	AL to liaise with Trustees to update and provide instruction of how to update this within personal profile on Governor Hub.	AL	COMPLETE																																								
7a	KW to update attendee list for minutes of 14.07.2022.	KW	COMPLETE																																								
7b	Trustees to complete Skills Audit <i>Outstanding for JM</i>	AL	23.03.2023																																								
7b	Invite LGB Governors to volunteer as associate members of Trust Board and sub-committees	Trustees	Ongoing																																								



		<i>Ongoing; open to full LGBs, delegated by Chair/Principal.</i>		
	12	AL to advise Trustees where to locate policies on Governor Hub	AL	COMPLETE
7	<p>CEO Update, Ofsted and MAT (multi-academy trust) Summary Evaluation</p> <p>a) CEO Update</p> <p>The CEO referred to the report shared with Trustees on Governor Hub in advance of the meeting, and the following was noted:</p> <ul style="list-style-type: none"> Two primary schools and one secondary school had had outbreaks of Step A; CET (central executive team) had shared guidance on reinforcing hygiene. It was noted that these outbreaks were having an impact on attendance. Recent Ofsted inspections were positive Pupil admission numbers varied across the Trust due to migration in some schools and falling roles in others; there will be a meeting in January 2023 with the LA (local authority) admissions team with a view for the Trust to take a more active hand in admissions across the Trust. The CEO had been working with Heads to make recommendations on admissions based on staffing judgements and compliance with admissions code. Exam results were positive The Trust had received a clean audit report; feedback was that processes were slick and effective. The supplementary grant had helped the financial health of the Trust. There had been some great work around capital investment The Regional Schools Commissioner had met with the CEO; feedback was that TCAT was strong and were keen for the Trust to grow. Appleton Thorn primary school had been given approval to join. External partnerships were in place with Oxford University, Warrington Wolves and Cheshire Community Foundation (CCF). A Trust-wide concert had taken place at Parr Hall; this had been positive. Student parliament had been in TCAT centre. Challenges were around funding, cost of living, and industrial action, which had impacted budget planning. Cyber threat would be a focus, with cyber essentials and IT roadmap being rolled out. There was a teacher recruitment crisis across Warrington, which was now starting to impact the Trust. Business support meetings with academies were taking place, in addition to head teacher performance management (HTPM). <p>Trustees asked if the associate concept was working. Dallam primary was part of the Trust on an informal basis, and the partnership with South Wirral high school had been funded by the DfE (Department for Education) to support them out of RI (requires improvement Ofsted rating); the Trust had been working with Governing Boards at both and was positive. Sutton Academy would be presenting to the Trust Board in January. The Robbie Fowler Trust had submitted an expression of interest to TCAT, and this would be revisited.</p> <p>Trustees queried the distribution of the CEO's report. This would be shared with Heads and Governing Boards.</p>			



Trustees questioned attendance; given the challenges of attendance relating to those students waiting for support from external agencies, were there any steps which can be further taken Trust-wide to lobby these agencies for quicker support. This was school dependant; some schools were finding it difficult. The CEO was in conversation with WBC (Warrington borough council) and other agencies.

b) Ofsted

The Director of Education presented to Trustees; the presentation would be shared with Trustees further to the meeting. The following was noted:

- Ofsted was active across Warrington and Halton; there was a commitment from Ofsted that all schools would be reinspected by July 2025.
- There were now two qualified Ofsted inspectors within the Trust
- Ofsted criteria had changed significantly; to get outstanding, schools would need to be consistently secure in all areas; 83% outstanding schools had been downgraded in full inspection
- The Key (online support platform for governance) could be accessed for a list of questions Governors might be asked on inspection
- Questions that the CEO and Trustees might be asked on inspection include 'how do you know the school is still good?', 'who governs what within the school?', and 'how do you support and intervene with LGBs (local governing boards)?'.
- The Scorecards and PAP (priority action plan) for each school linked to the Ofsted framework
- CET would give targeted support to schools, based on predictions of an Ofsted inspection.
- Trustees were encouraged to connect to a school to get to know schools better and support schools.

Trustees questioned if the new Ofsted criteria were widely understood. A school which had recently been inspected were working with parents, writing to them that a move from Outstanding to Good did not mean that school was failing. Heads were also having conversations at new parents' evenings. The Ofsted inspection criteria was a much more rigorous process, providing uniformity which enables schools to know in advance what they would be marked on.

Trustees asked if Ofsted would expect Trustees to understand the responsibilities of an LGB. Trustees would need to demonstrate how the Trust monitors LGBs, and the scheme of delegation for LGBs. Any Trustee going into an inspection would be briefed by CET.

c) MAT (multi academy trust) Summary Evaluation

The CEO referred Trustees to a report by Ofsted, detailing MAT summary evaluations, and the following was noted:

- A summary evaluation would be completed across a week; Trustees and Heads would be spoken with, and some schools would be visited.
- The CEO had spoken with peers who have been through a MAT summary evaluation
- It was proposed that self-evaluation of the effectiveness of the work of the Trust was introduced, using the MAT assurance framework as a starting point, to support the Board during an evaluation.



	<ul style="list-style-type: none"> It was key to understand what students, staff, and parents felt about the schools in the Trust; CET were looking at a tool to survey parents, staff and pupils once per year. It was proposed that the next round of business support meetings would be held in school to get a view of pupil voice. <p>Trustees questioned what the impact of a MAT summary evaluation would be. A positive evaluation could impact growth of the Trust. Preparing for this would provide some good learning points for the Trust Board.</p>
8	<p>Strategic Action Plan</p> <p>The CEO referred to the Strategic Action Plan, which had been shared with Trustees in advance of the meeting. The following was noted:</p> <ul style="list-style-type: none"> Areas for development, including SEND (special educational needs and disability), attendance, and admissions were all in the action plan. This was a robust plan for next twelve months. This was a new plan and would be actioned over the year. <p>Resolved: Trustees adopted the Strategic Action Plan</p>
9	<p>Risk Management Plan</p> <p>The CEO updated Trustees that a new plan had been developed, had been shared with Audit and Risk Committee, and was a dynamic plan.</p>
10	<p>Sub Committee Reports</p> <p>Minutes from the sub-committees had been shared with Trustees on Governor Hub in advance of the meeting, and the following comments were made.</p> <p>a) Quality & Standards Committee 06.10.2022</p> <ul style="list-style-type: none"> Committee terms of reference were reviewed and were being finalised Raw results were reviewed; awaiting Progress 8 data to review in the next meeting Attendance had been linked to the variation in performance levels across school Committee had made links between suspension and attendance Demonstration of the new scorecard had been interesting; the committee was interested to see how heads felt about it, which would be considered in the next meeting. <p>b) Safeguarding Panel 08.11.2022</p> <ul style="list-style-type: none"> Panel had discussed a dedicated member of staff within CET for safeguarding; the consensus was to monitor and see how the current set up went Very comprehensive safeguarding audits were now being undertaken, in addition to those by LA. <p>c) Extraordinary Finance HR & Operations Committee 23.11.2022</p>



	<ul style="list-style-type: none"> • Pay settlements had been discussed, with recommendations for pay approved by the committee • Updated the committee on the process for industrial action at sixth form; assured Trustees that CET were aware that there was a risk and plans were being made to mitigate. <p>d) Audit & Risk Committee 01.12.2022</p> <ul style="list-style-type: none"> • Internal audit report was shared with the committee, where a substantial grade had been awarded • External audit of finance was discussed, which the Director of Finance would report on in Item 12. <p>e) Finance, HR & Operations Committee 01.12.2022</p> <ul style="list-style-type: none"> • Sixth form teacher pay was the only outstanding pay settlement; this was expected to fall into line with rest of teaching sector. • The Director of Finance will bring together a tender with academies for energy efficient projects. • Autumn Statement confirmed had confirmed additional funding, which was expected in April 2023; allocations were expected to be confirmed by the end of December 2022. • The Director of Finance would cover elements of this within Item 12.
11	<p>Admissions approval for academies to consult</p> <p>The CEO noted the following:</p> <ul style="list-style-type: none"> • None of the academies had spoken to the Trust about changing admissions so all had been replicated for next year. • Working with principals on processes for admissions • Academies would need to advise the LA of admissions by 28.02.2023 • Policies would remain as they stand
12	<p>Financial accounts 2021-22 for approval</p> <p>The Director of Finance had shared two documents with Trustees on Governor Hub in advance of the meeting; both had been recommended by the Finance, HR and operations Committee to the Trust Board for approval:</p> <ul style="list-style-type: none"> • 2021-22 accounts • Letter of representation <p>The following was noted:</p> <ul style="list-style-type: none"> • Auditors had confirmed they were happy to issue a clean audit report • Any extra notes have now happened; a presentational element was the only change from the set shared with Trustees • All academies had posted current year revenue surplus • The Trust was in a much stronger financial position • The finance committee had reviewed the accounts in detail



	<p>Trustees asked if the accumulated reserves were a sufficient buffer for any unplanned activity. There was £4million of accumulated reserves Trust-wide, which would serve as a buffer for any unplanned activity.</p> <p>Trustees questioned the plans to recover two schools showing an in-year deficit. There were plans to address both schools; one school was showing a good trajectory and the other school had grown massively and was feeling the effect of lagged funding. There were ongoing discussions with the LA to address growth funding, which would address the impact of lagged funding. Trustees pressed further and asked for more details on the growth of the school impacted by lagged funding. There had been over 100 in year admissions that would not receive funding for until next year.</p> <p>Trustees queried if there had been any success in recruiting minorities into LGBs. This was a valid point for LGBs to consider further to the changes in cohort due to migration into Warrington. It was agreed that the picture on the front of the accounts statement would be updated to reflect diversity.</p> <p>Resolved: Trustees approved the 2021-22 accounts and the letter or recommendation.</p>
13	<p>Capital investment and decarbonisation</p> <p>The Operations Director referred to the report, which detailed the Ground Source Heat Pumps project at a value of circa £6M, which had been shared with Trustees in advance of the meeting, noting the following:</p> <ul style="list-style-type: none"> • The report had also been shared with the Finance, HR and Operations Committee. • The application for the project had been submitted; it was now in negotiation and discussion with technical advisors, • The application had changed slightly and would now require £787,000 funding from TCAT; £1.7 million had been originally approved, which would be retained to cover the costs of pipework replacement which would not be included within the project. <p>Trustees asked when the work would start, assuming it was awarded to TCAT. All works would need to be completed by March 2024. The CEO will receive the decision by 31.12.2022. The Operations Director was engaged with E3Cube and Mantis (specialist consultants and project management) so would be ready to go in January if approved.</p>
14	<p>Cyber Essentials</p> <p>The Operations Director had shared a report from Abtec (IT specialist) with Trustees in advance of the meeting, detailing what the Trust would need to action in advance of applying for the cyber essentials accreditation:</p> <ul style="list-style-type: none"> • All schools had been assessed, and the Head of IT had been working on actions. • The back page of the report showed that most of work had been done • Actions left to completed ahead of application submission in January 2023 included <ul style="list-style-type: none"> ○ Password controls and multifactor authentication when logging on externally would be implemented for staff ○ The 'rule of ten' would be implemented; ten unsuccessful password attempts within a timescale would result in the account being locked ○ A Password Policy would be implemented <p>It was noted that there would be an internal audit internal of cyber in January 2023.</p>



	Trustees queried the period of accreditation. This would last for one year, so would need to be updated annually.
15	Policies for review/approval The Operations Director had shared the updated policy schedule with Trustees in advance of the meeting; this would be worked through and any policies showing as red for action would be reviewed.
16	AOB There was no other business discussed.
17	Time and date of next meeting 23.03.2023 16:00 Trust Board Committee Meetings Spring Term: 12.01.2023 15:00 Remuneration Committee 12.01.2023 16:00 Members Meeting 17.01.2023 16:00 Safeguarding Panel 09.02.2023 17:00 Quality and Standards Committee 09.02.2023 18:00 Finance, HR and Operations Committee 09.03.2023 16:30 Audit and Risk Committee
18	Part Two – Confidential There were no items for part two – confidential. Resolved: The confidential minutes from the last meeting 15.09.2022 were accepted as a true and accurate record and would be duly signed and made available on request. Confidential items from the last meeting 15.09.2022 had been completed.

Part one of the meeting closed at 17:40

Action Log

Minute Reference	Action to be taken	By Whom	Completion Date
5	Ongoing recruitment by Liverpool Diocese to fill vacancy of representative Trustee.	Liverpool Diocese	ASAP
6	Trustees to complete Skills Audit <i>Outstanding for JM</i>	JM / AL	ASAP
6	Invite LGB Governors to volunteer as associate members of Trust Board and sub-committees <i>Ongoing; open to full LGBs, delegated by Chair/Principal.</i>	Trustees	Ongoing



Signed:	
Chair:	