TCAT

THE CHALLENGE ACADEMY TRUST

Members Annual General Meeting Minutes

Thursday 19th June at 4-5:30pm

Venue: Microsoft Teams

Chair: David Mowat

Clerk: Melissa Alexander m.alexander@tcat.uk.com

Committee Membership

Name	**Category**
Steven Broomhead	TCAT Member
Peter Claus	TCAT Member
Maureen Mellor	TCAT Member
David Mowatt	**Chair**
Chris Penn	TCAT Member

Also in Attendance

Name	**Role**
Adrienne Laing (AL)	Operations Director
David Halsall (DH)	Chief Finance Officer
Andrew Moorcroft (AM)	**TCAT CEO**
Tim Long (TL)	School Improvement Lead
Howard Platt (HP)	**TCAT Chair of Trustee**

Documents Shared Prior to the Meeting:

Item 7 & 8: CEO Update Presentation
Item 9: Articles of Association

	Agenda Item	
1.	**Welcome:** The Clerk formally welcomed Members to the meeting.	**MA**
2.	**Absence / Apologies / Non-Attendance:** CP shared apologies in advance of the meeting. MM shared apologies in advance of the meeting. Apologies were accepted by Members.	**MA**
3.	**Register of Interests:** There were no Registers of Interests declared.	**MA**
4.	**Declaration of pecuniary interests in relation to agenda items:** There were no declarations of pecuniary interests in relation to the agenda items declared.	**MA**
5.	**Membership and Organisation:** MA explained that key items from agenda item number seven were brought forward to ensure that the meeting is quorate for provisional approval for member appointed trustees. MA shared pen portraits of two potential trustees and explained that meetings have taken place with both individuals to provide further insights into the Trust and the role of a Trustee. ***MA requested Members approval in principle to appoint a Member Appointed Trustee.*** ***An appointment in principle was agreed by all Members.*** ***MA confirmed that prior to making an appointment, details would be circulated with Members for their final approval.*** This was added as an action for the MA. MA explained that there are a further three trustee appointed trustees whose end of office dates are approaching. MA confirmed that Howard Platt and Stephen Whatmore have confirmed they wish to remain as Chair and Vice Chair of the Trust Board. MA shared that Linda Waterson has given her resignation and confirmed that her role as TCAT Trustee and Chair of Audit and Risk Committee will end in July 2025. MA added that there are two member appointed trustees who are also approaching their end of office dates. MA confirmed that both trustees, John Cartwright and Phil McEwan, have shared confirmation that they wish to proceed with their role as TCAT Trustees.	**MA**

	MA asked Members for their approval for both trustees to continue in their role. ***Members unanimously ratified this.***	
6.	**Minutes of the 24.02.2025 meeting:** a) Approval of the Minutes: The minutes of the previous meeting were approved by those who attended the meeting. b) Matters arising c) Action Log: all actions were discussed and item 5 remains as an action.	

Minute Ref.	Action to be taken	By Whom	Completion date
Item 5	Chris Penn will follow up on the vacant diocesan trustee position to ensure this is filled.	CP	ASAP
Item 5	MA to schedule a meeting with AM and PC to discuss how PC can further support TCAT.	MA	ASAP
Item 12	MA to organise a Teams meeting for the next meeting which is scheduled to take place on Thursday 19th June 2025.	MA	ASAP

7.	**CEO Update: (for information & discussion)** AM referred to governance structure within the Trust and Members key role as guardians of the governance of the Trust. AM highlighted the key responsibilities of Members in line with the Academy Trust Handbook and briefly explained the Members actions. AM confirmed that there was no requirement for appointment of internal and external auditors in this meeting. Trust Update: • AM shared a contextual update with Members confirming that the Trust is made up for fourteen academies, with an Outdoor Education Centre and Alternative Provision. The Trust serves 11, 841 students and employs 1697 colleagues and volunteers and a timeline was used to demonstrate the growth of the Trust. • AM explained that all growth within the Trust has been judicious and carefully planned. • AM confirmed that TCAT's demographic of pupil body is in line with national average as a whole and highlighted that	**AM**

	English as an Additional Language (EAL) students is 14.2%. AM added that the Trust has 31.5% Pupil Premium students and 30.4% Free School Meals. • AM shared the non-negotiables and guiding principles relating to growth and confirmed the following: - Must be local to us: 30 minutes - Work with us for 6-12 months - Open and transparent - Compatible with values & operating principles - Can both give and receive constructive challenge ***DM queried if AM had a personal target for trust expansion.*** ***AM stated that there is potential for TCAT to expand to up to twenty academies and explained that the Trust have expressed their interest in doing so. AM confirmed that opportunities will be considered, and the non-negotiables and clear due-diligence processes will be followed.*** <u>Quality of Education:</u> AM shared that there have been two Ofsted inspections since the last meeting and shared that all TCAT academies are currently rated good or better. AM added that TCAT are deemed as a 'strong' Trust by the DfE and explained that this has resulted in funded external support work carried out by the Executive Team and Lead Practitioners. <u>Finance:</u> AM shared that TCAT received a clean audit from Murray and Smith, and confirmed that the Trust has £4.2 in cumulative reserves. AM added that budgets are being carefully devised to support with financial pressures and explained that the Central Team are exploring centralisation to improve both efficiency and effectiveness. AM added that David Halsall joined the Trust in April as the Chief Finance Officer and has made a positive impact thus far. AM explained that the Central Team has worked very closely, and a balanced budget will be presented to Trustees in July 2025. ***PC questioned if any academic results will be shared in the meeting.*** ***AM confirmed that this will be covered in the next meeting when the Trust have the next set of academic results.*** ***PC challenged if benchmarks are in place to assess education outcomes.***	

	AM confirmed that benchmarks are in place and assured PC that academic outcomes are closely analysed by the Quality and Standards Committee. ***PC questioned if a deficit could run for strategic reasons.*** ***AM confirmed that a deficit can run at an academy level.*** ***AM explained that academies are LAG funded, and therefore, this can create financial pressures.*** ***AM confirmed that a Trust can not go into deficit.*** ***DM commented that reserves can not reduce if you can not run a deficit.*** ***AM explained that reserves can be used for capital investments to support individual academies.*** <u>Workforce:</u> AM provided a brief summary relating to staff workforce and the headline data is as follows: • 97.2% attendance: teachers • 96.7% attendance: support staff • 86.7% Retention rate • 82% Satisfaction rate AM added that TCAT are further developing their TCAT People Strategy, including the TCAT + Staff Rewards Package, professional development and agile working to further promote the Trust as an employer. ***PC asked if the Trust have faced challenges in recruiting teachers for in demand subjects such as maths and science.*** ***AM confirmed that the Trust have managed to successfully recruit for all required vacancies across the Trust and added that where typically, there is a shortage of applications, the Trust tend to receive a high volume of applications. AM added that TCAT also have the Train to Teach programme and lead on subject knowledge enhancement which supports recruitment across the Trust. AM added that in comparison to other organisations locally, TCAT are not struggling with filling vacancies.*** AM added that quantification of in demand subjects vary by academy and added that the most significant data is in the retention figures. <u>Capital investment/ sustainability:</u>	

AM referred to the capital investment across the Trust and highlighted that these achievements also support TCAT's commitment to sustainability. AM shared the key figures below with Members:

- £26.5m invested to date in academy buildings
- £1.7m invested this academic year
- £8.9m invested in sustainability/Net Zero incl Ground Source heat pumps, LED lighting, Solar
- £370k in annual savings (as minimum)
- 755 tonnes of carbon saved annually

AM added that there is a large number of upcoming projects including the new build at Penketh High School, and significant refurbishments at Padgate Academy and Broomfields Junior School. Bidding for a new 3G pitch at Penketh High School and the refurbishing of a 3G hockey pitch at Priestley College are in process through the Football Foundation.

Risk Management:

AM explained to Members that risk is increasing on a daily basis and that a huge amount of work is being done to mitigate risk for the Trust. AM shared that the Trust work closely with key partners such as 'Abtec', 'Murray Smith', 'Stone King' to ensure risks are being tracked, analysed and effectively resolved.
AM provided Members with the following audit outcomes:

- Safeguarding: Strong
- Admissions: Strong
- Cyber-Security: Substantial
- HR: Recruitment: Substantial

AM shared that the Financial Management and Governance Review completed at the beginning of the academic year did not lead to any mandatory recommendations and highlighted that it is extremely rare for a Trust to have such review without recommendations. AM added that an Information Commissioners Office (ICO) audit was completed two weeks ago and confirmed that the final report is in the process of being developed which will support the Trust with further developments.

Future Growth:

AM provided Members with a brief verbal update relating to the following:

- Growth of existing academies
- Addition of new academies/small trust

	• Addition of new provision • Growth of system leadership role • Growth of central offer • Growth of partnership working/strategic growth • Sustainability <u>Trustee Visioning Day: TCAT 2040 Strategic Objectives</u> AM shared that there will be a Trustee Visioning Day scheduled to take place on Wednesday 16th July at T'yn-Y-Felin, whereby the TCAT Executive Team and Trustees will come together to discuss the next stage of development for the Trust. AM shared the following strategic objectives with Members: 1. Becoming a highly effective organisation: educational/operational excellence 2. Ensure all children and young people succeed and thrive 3. Prepare a 'future-ready' workforce 4. Become a world-class employer 5. Achieve financial and environmental sustainability 6. Deliver meaningful, strategic civic influence within the region AM added that the direction of the Trust will be shared in the next AGM meeting to provide Members with further clarity relating to TCAT's future developments. ***PC challenged how 'world class employer' and 'civic influence' would look in practice.*** ***AM explained the significance of the civic influence of academies and added the academy's role in addressing community needs. AM highlighted the significance of joining the dots between academies and organisations and provided the example of the nuclear sector in Warrington and the lack of relationship between education and this sector.*** ***AM shared that there are frameworks and quality marks relating to 'world class employer' and explained that the Trust need to further understand what this framework looks like and the way in which this status can be achieved to assist the Trust in considering their options.*** ***PC added that it is important for the Trust to consider that not all students may wish to go into skills work.*** ***AM added that TCAT have continued their partnership work with University of Oxford, and that the RAW agenda programme has been developed, and funding has been received to further raise aspirations for all students to aid them for their future in the workplace.***	

	Governance: MA referred to the existing Trust Board structure, and the strength of governing boards across all fourteen academies. MA explained that Trust Compliance Assurance Reviews provided detailed insights into governance across all academies and helped identify key elements for development. MA provided key updates relating to the following Trust documents: • TCAT Scheme of Delegation 2025-2026 • TCAT Communications Policy MA explained that the core responsibilities outlined in the amended Scheme of Delegation have been carefully considered to ensure Trustee/ Governor roles and responsibilities are explicit. MA added that the key responsibilities have been conveyed in the Communications Policy, whereby proposed agendas and reporting documents have been outlined to enhance governance, strategic thinking and improve consistency across the Trust. MA confirmed that both documents are going to Trust Board in July for approval. MA shared that TCAT launch their Governance Offer in September 2025 and have developed a team of Clerks who will be assigned to individual academies to lead on governance to further strengthen governance at an academy level. MA confirmed that governor seminars and CPD are in the process of being devised for 2025-26.	
8.	**Trust Board/ Member Appointments:** HP shared that the Trust Board remains strong and is an excellent team of professional individuals who are dedicated to their roles as TCAT Trustees. HP stated that Linda Waterson has been a long serving Governor and Trustee of TCAT who has made a significant impact on the Trust. HP added that Trustee appointments will be made with careful considerations, and correct processes will be followed. HP emphasised the significance of TCAT's lease of Ty'n-Y-Felin and shared with Members the high volume of work that has gone into opening up the centre for trips for TCAT students and Lymm High School students. HP added that feedback has been positive, and trustees will be visiting the centre on Wednesday 16th July for a Trustee 'Away Day'. HP shared that he will be stepping down as Chair of Trustee in the next twelve months.	**HP**

9.	**Articles of Association:** AL confirmed that updated Articles of Association have to be approved by the DfE. AL confirmed that there are no proposed changes to the Articles of Association at this time and confirmed that the Trust would remain with the existing Articles of Association.	**AL**
10.	**AOB:** There was no other business discussed during this meeting.	
11.	**Date and time of next meeting:** Annual General Members meeting: Thursday 8th January 2026 - Microsoft Teams	**DM**
12.	**Part Two – Confidential:** There were no confidential items discussed during this meeting	

Actions:

- AM to share more details relating to the RAW Programme with PC.
- PC to share MFL Oxplore information with AM in due course.
- MA to circulate information about potential trustee appointments via e-mail for approval prior to appointment.