

**Minutes of a Meeting of LSEAT Board held on
Tuesday 24 January 2023 from 5.00-7.45pm
in person at C1/C2 Orpington Campus**

Trustees

Christine Whatford, CBE (CW)	Chair
Dr Sam Parrett, CBE (SP)	Trustee & Group CEO
Denise James Mason (DJM)	Vice Chair
David Bailey (DB)	Trustee
Charles Yates (CY)	Trustee
Christopher Philpott (CP)	Trustee (Chair EPS Committee)
Sebastien Chapleau (SC)	Trustee
Prof Lynne Revell (LR)	Trustee
Nick Linford (NL)	Trustee
Errol Ince (EI)	Co-opted Trustee (LSEC)
Marek Michalski (MM)	Trustee (Chair Audit & Risk Committee)
Sunil Chotai (SC)	Trustee
Daniel Kwalombota (DK)	Co-opted Trustee (LSEC)

Governance Professional & Clerk

Jennifer Pharo	Group Executive Director Governance
----------------	-------------------------------------

Executive Officers in attendance

John Hunt (JH)	Group Deputy CEO & Group CFO
Neil Miller (NM)	Deputy CEO Academies
Kate Shiner (KS)	Trust Chief Strategy & Operations Officer
Cheryl Lloyd (CL)	Group Director Policy & Research (Item 4.1)
Stephen Horn (SH)	Group Director Health & Safety (Item 3.2)

Minutes

1. Welcome, apologies and declarations of interest

Apologies were received from Trustees Nick Linford, Sebastien Chapleau and Sunil Chotai.

2. Minutes, Action Log & Matters Arising

2.1 Minutes 13 December 2022: The Minutes of the previous meeting were **APPROVED**.

2.2 There were no matters arising.

Section 3 : Strategic Direction, Leadership and Partnership Engagement **GCEO**

3.1 Group CEO Update

Group CEO provided an update on the current issues relating to industrial actions affecting NEU members. It was reported that c80 Trust staff were likely to be on strike on 1 February and 2 March 2023.

It was reported that with the exception of Aspire which would be fully closed, all other schools would be open, either fully or partially.

Questions and Comments

In response to questions the Board were reminded that the staff pay award had been implemented as previously approved and back dated to 1 September 2022, current demands from the unions were up to 10%. It was reported that increased pay awards for next academic year would be challenging.

In response to questions relating to staff feedback, it was reported that staff relations remained good, a new Trust JCC had been set up to work with all unions involved. A focus of all unions appeared to be the lowest paid staff. It was reported that generally, staff were appreciative of the Trust and the pay awards applied.

It was reported that staff recruitment remained a challenge.

ACTION: The Board were advised that a People and Wellbeing Strategy had been developed and would be shared at the next Board Meeting in March 2023.

3.2 Michael Tippett School Conversion Update and Approval of CTA

The Board received a verbal update on the current situation in relation to the conversion of the Michael Tippett School and covered the points raised in a communication to Trustees on 24 January 2023 and the risks presenting on planned conversion on 1 February 2023.

The Board were advised that upon the discovery that the compartmentation survey had not been completed, on Friday 16th December, the Trust escalated the issue of fire safety to the DfE, Lambeth LA CEO and Lambeth Strategic Director of Children Services. The MTS Local Governing Body Chair also raised similar concerns. These communications appeared to have had the desired effect and were swiftly responded to, with a copy of the Fire Safety Report dated 13 September being forwarded to the Trust Executive on 19th December 2022.

It was reported that on 18th January the Trust received the fire reports on compartmentation and on the buildings external cladding. These reports have highlighted three areas of fire safety.

The first of which related to the safe evacuation of pupils and staff from the first floor, an issue highlighted to the Board on 13th December. The two other issues related to the external cladding on the building which will need to be replaced and fire compartments and the integrity of these, highlighted in the Lambeth survey.

The Board were advised that these two issues were not directly referred or referenced at the 13th December Trust Board Meeting (although the work of the Trust H&S and Estates Directors had both assumed and implied this was both probably and likely to be the case).

The Board were presented with a revised CTA which had been amended to include the changes based on the new reported fire safety issues, Lambeth current fire mitigations and actions and funding to be provided by Lambeth to ensure the school is fire compliant, some of which are short term and some long term.

The Board were asked to NOTE that the fire risk mitigations did not reduce the liabilities and the CTA wording as drafted will require Lambeth to commit to both funding and supporting the fire safety works to be undertaken in a timely and diligent manner.

The following points were reported.

- That the interim mitigations, along with a firm commitment to address egress from the first floor and a firm commitment to replace the cladding system, were reasonable as they are in line with the Fire Strategy and other technical fire advice provided by Lambeth thereby improving the current fire safety position of the school.
- In addition, the Trust would on day one of the transfer, conduct an audit and risk assessment and produce a priority list of actions to take. This would include formalising the fire evacuation procedures to produce a better fire evacuation approach and ensuring that all students and staff have PEEPs where appropriate.

In addition the Board were advised that Lambeth Council have committed to fund and complete the following improvements within 18 months:

- a. Address the failure in the roof covering causing significant leaks internally.
- b. Address timber cladding failures externally (this could be impacted now we are aware of the wider cladding issues)

- c. Address the failures in the glulam beams, which are causing rain water entry at every inside/outside junction (including internal repairs to damaged finishes)
- d. Replacement of the BMS system and BMS linked controls for all plant
- e. Repair/Replace failed gas fired boiler.
- f. Service and complete necessary repairs to put into operation the operating gas boiler.
- g. Replace the failed CHP unit including recommissioning.

The Board were also advised that an application to the DfE's Strategic School Condition Improvement Fund had been granted for £592,000 which will cover

- a. Cladding repairs (to low level panel to playground elevation)
- b. Replaced failed double-glazed units.
- c. Repairs to fire doors/screens
- d. Minor electric works required.
- e. Changes/addition of access control
- f. CCTV installation
- g. Repairs to rear playground/landscaping
- h. Put back the canopy to the rear LHS elevation outside space.
- i. Repairs to the pool MEP

Question and Comments

In response to question on how long the work was anticipated to take, it was reported that it was not a quick fix and detailed plans for removal of cladding and procurement of a replacement fire system was still to be determined by a Fire Engineer. Time frames with Lambeth LA still needed to be negotiated. The Board were advised that the building was not high rise and therefore determined as reasonable risk.

The Board concurred that the safety and wellbeing of the pupils at school was already much improved by the Trust engagement and intervention in this matter, and this would only improve further post conversion.

In response to questions around the use of the first floor it was reported that until the fire safety work had been completed and/or the installation of fire lifts, access to the first floor would be limited to students who did **not** present with mobility issues.

The Board **AGREED** on balance that the risks were acceptable and **RESOLVED TO APPROVE** the revised CTA to secure the conversion of the School to the Trust on 1 February 2023.

The Board delegated authority to the Chair to endorse the CTA as presented and discussed, and in due consideration of the update on fire safety mitigations presented by the Executive and the Group Director Health & Safety at the meeting.

3.3 LASER Education Foundation Constitution

The Board were asked to **RECEIVE** and **CONSIDER** the latest information on the constitution of the LASER Education Foundation Limited and in its capacity as a Member of the Company **RESOLVE** to **APPROVE** the appointment of Trustees.

The Board were provided with an update and progress on the development and implementation of the London and South East Region (LASER) Education Foundation Limited, as a Company Limited by Guarantee and education foundation to support and exist alongside the College and Trust, as one of our Group Organisations.

The Board were advised and presented with the Articles of Association which had been prepared by the Executive and reviewed by the Group's legal advisors. The Articles outlined and provided the charitable objectives of LASER Education Foundation which align to the objectives of the College and Trust, connecting the sum of all parts of the Group Organisations to ensure the "co-incidence of interest" and combined and collective voice and strength of the Group Organisations, resonated with the Group's core values and purpose.

It was reported that the Foundation will supplement and enhance the charitable objectives of the College and Trust, through fundraising, research, philanthropy, partnerships, sponsorships and collaborations.

The Board were reminded that as previously approved, the Trust and College will be Corporate Members of the Foundation, with a further four independent members – six members in total.

Stephen Howlett, CBE, DL and Chair of LASER Education Foundation would be a Member alongside three independent Members, who will be individuals with longstanding relationships to either the College or Trust. A Members role description was provided which provides the requirement for Members to appoint Trustees.

Both the Trust Board and College Corporation as Members were collectively requested to **RESOLVE** to **APPROVE** the appointment of the following Trustees.

- Stephen Howlett, CBE, DL (Chair LASER Education Foundation Limited)
- David Eastgate (ex-officio LSEC Corporation Chair)
- Christine Whatford CBE, (ex officio LSEAT Board Chair)
- Dr Sam Parrett, CBE (ex officio – Group CEO)
- Jacky Tiotto
- Roger Dawe

The Board were advised that to provide the LASER Education Foundation Board with equity and balance and remove any perceived overall control of the Foundation by the College and

Trust, (something that the Charities Commission and the DfE will be mindful and may scrutinise) and on the advice of our auditors Buzzacott in relation to accounting practices, additional independent Trustees will be appointed to the LASER Education Foundation Board.

It was reported that the recruitment of additional high calibre LASER Trustees was being supported by recruitment consultants, Peridot, who have been commissioned to search for experienced Non-executive directors with finance, funding raising, philanthropy, legal, governance, local/central government, and charity sector leadership skills and experience. It was anticipated that the LASER Education Foundation Board will comprise nine Trustees with a maximum twelve Trustees permitted.

The Board were advised that once all company and constitutional documents were in place, a registration application will be made to the Charities Commission to register the company as a Registered Charity. Registration process for charitable status can take up to 4-6 months.

The Board were also advised that it is anticipated that the first meeting of the LASER Education Foundation will take place at the end of March 2023 and further information on the operational plans for the Foundation will be provided to the Trust and Corporation Boards at the March Boards. It was anticipated that will also include approval of the Tripartite Collaboration Agreement between the College, Trust and Foundation (our Group Organisations) which will set out how the Group Organisations will work and collaborate both in terms of governance and operational arrangements.

The Board were advised that in governance terms this provides the legal status of the Group Committees supported by the Group Scheme of Delegation and allowed for the continued efficiency of the Group governance arrangements. Operationally it will outline the group leadership and management arrangements, the professional services and support shared by the Group Organisations and the management of conflicts of interests.

It was reported that this will replace the existing Collaboration Agreement (Terms of Reference) and Scheme of Delegation currently in operation between the College and Trust.

Questions and Comments

There were no additional questions or comments.

The Board **NOTED** the updated and **RESOLVED** to **APPROVE** appointment of Trustees as presented in consideration that the College Corporation would **RESOLVE** to **APPROVE** the appointment of Trustees at the Corporation Meeting on 26th January 2023.

4. Trust Growth and Development

4.1 Policy Update – External Landscape

The Trust Board **RECEIVED** an update from Group Director Policy & Research on the external education policy landscape which would influence both discussion and decision on the Trust Growth.

It was reported that the key government policy documents for consideration and discussion were as follows:

Schools White Paper: Opportunity for all: Strong schools with great teachers for your child

The Board were reminded that the paper has been Published in March 2022 and set out a wide array of policy changes, with much focus on taking final steps towards full academisation. The policy set out two key ambitions to achieve by 2030:

- 90% of children leaving primary school will have reached expected standards in English reading, writing and maths.
- An increase in the national GCSE average Grades in English Language and maths to 5, which is considered a 'strong pass'.

It was reported that the White Paper set out plans to achieve this structured around four areas.

- An excellent teacher for every child:
- Delivering high standards of curriculum, behaviour and attendance:
- Targeted support for every child who needs it:
- A stronger and fairer school system:.

The Trust had welcomed the direction set out in the White Paper and were pleased to see the focus on standards and the move towards a stronger school system which was aligned with LSEAT's strategic direction. In relation to the Trust Growth plans the Board had been keen to see the detail of the underpinning Schools Bill realised, particularly its powers to force academisation.

The Schools Bill

It was reported that the Schools Bill (May 2022) had been described by DfE as underpinning the Schools White Paper to provide the legislation needed to achieve the White Paper's ambitions. At the core of the Bill were changes to the structure and regulation of academy trusts, providing the Secretary of State with powers to set standards for Trusts, intervene in their operation and for Ofsted to monitor compliance. Clauses also allowed LAs to apply to the Secretary of State to require schools to convert to academies.

The Board were advised that other clauses concerned changes to the national funding formula, recording attendance and publication of school policies, the register of children not in school, teacher misconduct processes and Ofsted's powers to inspect unregistered schools.

It was reported that following challenges from the sector and two detailed readings in the House of Lords, in the summer the DfE proposed removing 18 Clauses which related to the Academy Standards and Trust interventions, which were the core of the Bill. In December, the new Secretary of State, Gillian Keegan announced that they were no longer looking to progress the Bill.

The Board were advised that although it is understood that the Government is intending to continue with the ambitions in the White Paper and underlying policies, the Bill provided the necessary legislation to make many of these a reality. With the removal of clauses that related to academisation, the DfE have few powers to encourage schools to join Trusts and that the complexity of existing rules was a significant barrier to academisation. There was also limited powers to set standards and intervene.

The Board were advised on the implications of the Bill's demise.

It was reported that Secretary of State has indicated that the demise of the Bill does not signal a change of direction away from the original intentions of the Bill. It was not clear at the moment what the government really wanted to achieve between now and the end of parliament. The initial implications for the Trust were reported as follows.

- The Academy Regulatory Review will now focus on defining what a strong trust is, instead of the original remit to develop academy standards.
- The pressure for maintained schools and SATs to join a MAT has been relieved.
- There would not be a strong push from government in this parliamentary cycle for schools to join Trusts.

SEND and Alternative Provision (AP) Review Green Paper

The Board were advised that in January 2022, the publication of the SEND Green Paper was eagerly awaited with the hope that it would propose changes which would transform SEND and AP education into a fairer, more transparent, consistent system.

The Board were reminded that the Government published the SEND Review: Right support, right place, right time, a consultation on the special educational needs and disabilities (SEND) and alternative provision system in England at the end of March 2022. This set out proposed reforms to the SEND and AP system, seeking to address three key challenges:

- poor outcomes for children and young people with SEN or in alternative provision
- navigating the SEND system and alternative provision is not a positive experience for children, young people, and their families.

- despite unprecedented investment, the system is not delivering value for money for children, young people and families.

Key proposals in the paper included a single national SEND and AP system to put in place new national SEND standards, ensuring excellent provision from early years to adulthood, a reformed and integrated role for AP, a clearer accountability framework and system roles.

The Board were advised that since the consultation on the proposals closed in July there had been numerous delays, which can partly be attributed to changes within the DfE ministerial team. At the time of reporting a full response had been promised early in 2023, which the new Education Secretary had indicated would focus on delivery, outlining the immediate next steps and how they will ensure long term sustainable change.

The Board were advised that since waiting for the long awaited publication of the paper situation for children, young people and families had significantly worsened nationally. It was reported that although difficult to anticipate the outcome of the paper, there was an expectation that funding for AP would be reduced and the Trust would need to make important decisions about how we approach this going forward.

It was reported that it would not be financially feasible to continue with the current face to face delivery model with significantly less funding, and it was reported that some LAs were already turning to provision which appeared to be more cost effective, for example online delivery. The Board were asked to consider that it would need to find ways to deliver high quality AP with reduced budgets and ensure a more competitive offer.

Wider education policy landscape

The Board were advised of wider concerns around funding and the cost of living, with schools facing increasing costs, including energy bills, other inflationary, teacher and leader pay increases on top of existing funding pressures.

It was reported that recruitment and retention and other workforce issues remained the most critical issue facing the sector. Latest recruitment figures show that teacher recruitment targets have been missed for primary and secondary teaching, with only 59% of the secondary target met in 2022-23 which is down from 79% the previous year.

The Board were advised that school leaders were reporting recruitment problems, and needing to use non-specialist teachers. These issues are exacerbated by many staff struggling with their wellbeing, concerns about workload and industrial disputes with 68% considering leaving the education sector due to workload.

Questions and Comments

In response to questions around funding reductions in AP, it was reported that funding rates were still to be determined, the MOU in Bromley was in its third year and Bexley MOU was still in negotiation.

The Board were advised that it was anticipated that funding would be reduced in Bromley and Surrey.

In response to questions around what effective solutions the government would engage, it was reported that the DfE was looking at innovative ways to address the challenge of Local Authorities with huge SEND deficit budgets. There was clearly not enough funding in the SEND and AP system.

It was reported that one of the strengths of the Trust was the way in which it developed its middle leaders and specialist practitioners, across SEND, AP and Mainstream addressing the growing need for specialist provision.

4.2 Presentation: Growth: Strategic Developments & Opportunities

The Board received an update on strategic growth and development opportunities and were asked to **CONSIDER** and **COMMENT** on the update on the progress of growth and development opportunities, this included

- Opportunities for growth through conversions, sponsorships, and free schools
- operational and governance realignment in readiness for growth
- SEND National Plan proposal.

The Board are asked to **SHARE** views on proposals presented and **DISCUSS** the risks and opportunities.

Group CEO provided some context on the Trust journey from inception in 2013 to date.

Over the ten-year period the Trust had grown, and legacy federated school converters had been fully merged and integrated. The One Trust concept approved and driven by the Board in 2021, across both operational and governance structures had proven to be successful, developing a strong Trust Culture with shared values and vision. Improvements in operations and quality included:

- New @.school.lseat.org.uk email addresses for all staff introduced in September.
- All school websites are now designed in the same format, and all link back to the main Trust website for any statutory information.
- A new Management Information System also implement across the Trust in September 2022.
- All performance management objectives on the Blue-Sky system this academic year
- New Single Central Record online service introduced so all schools are following the same process.

- All schools were moved to the same monthly pay date in May 2022
- Contract Harmonisation consultation in May 2023 with the vast majority moved onto the LSEAT T&C in August 2022.
- A new Service Level Agreement designed in consultation with headteachers and Trust central service teams to set out clear expectations.
- The Outreach Team in Bexley expanded to cover Bromley schools to ensure consistent services across both boroughs.
- A number of cross-Trust networks have been started by staff to promote consistent practice.
- A system leadership approach has been implemented, with key staff members at all levels supporting other schools to provide additional capacity and skills where needed.

It was reported that some Trusts had grown exponentially in a similar period of time. LSEAT had engaged in purposeful growth which had secured good educational and financial outcomes for the Trust and its schools.

It was reported that operational and governance changes had been implemented with the growth and planned development of the Trust. These included.

- An approved an operational growth strategy for the Trust that would ensure we had in place the key leadership and central roles necessary for growth, this included a full time Director of School improvement
- The expansion of key Trust central roles which were already operating beyond capacity, for example in HR.
- Approved future LSEAT leadership structure which would adapt as the Trust got larger and would flex depending on the type and capacity of the school/MAT joining. This model is not yet in place but is ready to be implemented as and when new schools join and included Director of Educations.
- A new provision-based governance model was adopted, moving away from a geographical and legacy based hub model, enabling a more specialised focus on the different provision types within the Trust:
- Local Governing Boards were replaced by Provision Boards and local governance committees for each Academy, known as Academy Councils were created.
- Academy Councils are forums where the Trust can ensure community links remain in place, whilst also engaging with local stakeholders, while the Provision Boards, chaired by a Trustee, play an active part in supporting and challenging the Academy Leaders on the quality and standard of education, monitoring risks and progress of pupils.
- The Provision Boards provide focused governance for each Academy, covering up to five Academies within their remit and provide assurance that the Trust Board is

connected to its local community and that a local and diverse range of perspectives support decision making.

It was reported that the next stage of governance and operational development was to consider plans for collaboration and strategic development, where the Trust may need to flex and adapt the operating model and practices.

It was reported that further opportunities for a Surrey Free School remained a key area of growth and opportunity for the Trust.

As reported to the Board at item 4.1 the imminent publication of the SEND Review and the expected focus on special schools and alternative provision schools had led the Executive to a review and present some future plans and opportunities. The Board were advised and discussed in detail the following items.

- The impact the Trust could have on national policy given the expertise of leaders and managers and how this could influence and shape national policy on special and alternative provision, and the role in supporting government to implement the recommendations in the forthcoming SEND Review.
- The possibility of expanding LSEAT's reach further than London and the South East initially, and then eventually developing into a Trust that has a presence in all region and to grow into becoming a National SEND MAT,
- Seamless and successful transition between phases of schools and then onto further education for students with SEND.

The Board were advised that there had been some initial work completed by DCEO and TCSOO in areas outside of London and the South East.

Questions and Comments

The Board extended appreciation for the strategic work to date and concurred that the Trust was in a unique position in the SEND and AP world. The support of the specialist practitioners to main stream colleagues could be extremely beneficial. The Board agreed that a mixed economy of schools was an excellent model.

Growing the Trust had to be conditional on all joining schools and Trusts to have shared values and vision for children and young people.

In response to questions on the growth approach, it was reported that some Trusts had taken a “popcorn” approach and grown nationally across all areas. Others had adopted a more planned and measured approach taking on “SWAN” or “SNOW” schools.

The Board discussed the concepts of growth and agreed that the leadership and central service capacity had to be a feature of any growth plan and that taking on failing schools was a risk.

The Board discussed the possibility of 2 or 5 schools converting per year and whether this was feasible and could be maintained.

The Board considered that a measure for geographical distance from the centre could be, for example, 60 minutes travel time.

The Board concurred that the One Trust concept had been successful and would need to be embedded in growth plans.

The Board **RESOLVED** to **APPROVE** and voted unanimously on a mixed growth approach across SEND, AP and mainstream primary and secondary.

It was agreed that a focus on a Surrey Hub would be a prudent and acquiring a MAT of 2 or 3 primary schools would be a good consideration particularly where serving CEO may be at retirement age.

ACTION: The Board requested the Executive to continue to formulise the growth plan and provide an update at the May 2023 meeting.

Section 5: Governance & Accountability (10 mins)

GDirGov

5. Governance Matters

5.1 Annual Report: Group Remuneration Committee

The Board were reminded that through the Group Scheme of Delegation the Remuneration Committee has delegated responsibilities to oversee the pay and remuneration of the Group CEO and Senior Managers, that form the Group Executive.

It was reported that the Committee's responsibilities were to make recommendations to the Corporation and Trust Board on the remuneration and benefits of the Group CEO & Principal, senior post-holders, and other senior staff in accordance with the Group Executive Pay Policy.

The Board was advised that a regulatory requirement of both the College and Trust is the publication of information and decision making on senior pay in the form a Remuneration Committee Annual Report.

The Board were asked to **NOTE** the Group Remuneration Committee Annual Report presented to be endorsed at the Group Remuneration Committee on 26th January 2023 and published on the Trust and College website thereafter.

Questions and Comments

The Board **NOTED** the Group Annual Remuneration Committee report presented.

5.2 Board Self Evaluation

The Board were reminded that as part of good governance practice they were required to complete a board self-evaluation and assessment on the effectiveness of the Board.

The Board were advised that Trustees would be provided with a template for completion as part of the self-evaluation process and in line with previously approved criteria.

ACTION: The results of the self-evaluation will be shared with Trustees at the March Board Meeting.

Questions and Comments

The Board **NOTED** the update on the Self-Evaluation process.

6. AOB

No items were presented.

7. Next meeting dates

- Group Governance & Search: 26 January 2023
- Group Remuneration Committees: 26 January 2023
- Academy Councils: w/c 27 February 2023
- Group Audit Committee: 2 March 2023
- Provision Boards: w/c 6 March 2023
- EPS Committee: 14 March 2023
- Group Finance Committee: 16 March 2023
- Trust Board: 21 March 2023

9. Items Deferred to next meeting

- Group GDPR Policy

Minutes APPROVED :



Christine Whatford, Chair
21 March 2023