

Draft Minutes of the Meeting of the EPA Directing Board held at Bartholomew School on Thursday, 13 July 2017 at 7pm

Present: Frances Bartlett (FB) (left meeting at 19.38), Paddy Coulter (PC) (Chair), James Bird (JB), Tony Boorer (AKB), Anne Carter (AC), Hilary Emery (HE) (left the meeting at 21.05), Jenny Faulkner (JF), Mike Foster (MF), Andy Hamilton (ASH), Kevin McCarthy (KM), Jane Osborne (JO), Pete Reynolds (PR), Michael Ryan (MR), Rain Newton Smith (RNS), Charlie Marshall (CM)

The meeting was quorate.

In attendance: Beth Bedford (BVB), Company Secretary and Minutes Clerk for this meeting
Mike Lawes (ML), COO

Round the table introductions were made, particularly for the benefit of the two new Directors, RNS and CM. PC welcomed everyone to what he described as 'a historic Directing Board meeting' which marked the final meeting of our outgoing CEO who had been a founder-CEO of the EPA. He warned that before Directors could pay their formal thanks to ASH at the end of the meeting they had to consider carefully several major items of business including Ofsted Feedback, progress with FAoS merger negotiations and arrangements for a successor CEO.

1. Present, Apologies, Declaration of Interests in Agenda Items

There were no apologies for absence and no declarations of interest.

2. Minutes of previous meeting

Accuracy: The minutes were agreed to be an accurate record of the meeting held on 6 April 2017 and duly signed by the Chair.

Matters Arising: Cllr Charles Matthew has not yet been invited to join the Audit committee, so this remains an action point for PR.

Action: PR to invite Cllr Matthew to join the Audit Committee

DIRECTOR VACANCIES: PC advised that CM fills a diocesan-appointed director post and RNS fills the ECPS-nominated primary director position.

CRITICAL LOCKDOWN PLANS: ASH advised this has been undertaken at Eynsham Community Primary School (ECPS) and Phase I is due to take place next week at Bartholomew School (BS) with a full logistical rehearsal (Phase II) in September. PC asked for a report on this for a forthcoming DB. JB mentioned the Disaster Recovery Plan is (page 3 item 6.1) raised in the previous minutes, asking if this can be reviewed. ML advised that an audit of systems and processes is underway with legislation constantly changing; current information suggesting (EU directive) the Data Controller cannot be a senior member of staff (with an interest in the data held). HE asked if assurance can be given that a standard procedure is in place for back-up of data with ASH responding in the affirmative. ML added that BS data is held in the Cloud, backed up every 15 minutes.

JOB EVALUATION: ASH advised that Jane Watret (JW) (HR Advisor) who is employed by the EPA, is currently undertaking job evaluations for all associate staff within the EPA. ML added that JW has completed her survey work but has yet to finish her report. He is due to meet JW on 1 August to review the work she has undertaken. ASH commented that currently there is some disparity between job descriptions and roles actually undertaken.

DATA DASHBOARDS: These are being sent to Chairs of Governors (CoGs) and JB tabled a document outlining the Feedback on OFSTED reports of EPA Academies, including on the reverse specific mention of EPA work in schools (quotations from inspectors).

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3. Feedback from AGM

The EPA AGM had been held on 4 May. It was generally regarded as having been a successful event which had attracted a considerable audience from both governors and staff in Partnership schools in addition to EPA Members and Directors. PC posed the question as to whether the format utilised needed any improvement. He said that it had been the suggestion of the Committee Chairs to split the format, holding the legally required elements in the first half of the AGM and then having break-out groups, with a Director in each group, to consider “What should the priorities be for a proposed merger?” He said the feedback from the groups in the second half of the AGM had been; keep the ethos, maintain financial sustainability, retain school autonomy (earned autonomy, so retained if maintaining a good performance on standards and financially), maintain local identity and achieve a genuine balance between two hubs in a newly merged trust (rather than a take-over of one hub by the other). He had read this list of priorities out at the first Joint Steering Group meeting of the merger negotiations and discovered that the Faringdon Academy of Schools (FAoS) entirely concurred with this thinking.

One element picked out for criticism at the AGM was that academic achievement of the secondary was included in the Annual Report but not of the primaries. So next year’s Annual Report will include the primary sector (as a whole rather than individual schools).

Feedback from the DB was positive on the format. RNS liked the format but agreed with the need to include expression of the primaries’ academic achievement. She mentioned that communication was raised as an issue and she queried whether the AGM should be opened up to parents and the wider constituency. AC mentioned the idea of an EPA newsletter, seeking whether this has ever been done. AB said that a video from the headteacher to the LGB at Stanton Harcourt School seems to have gone down infinitely better than a newsletter, posing the question whether this format could be utilised for the EPA. PC responded that communication is recognised as an area for EPA improvement, with ASH warning that duplication of what the LGBs are doing should be avoided.

4. Feedback from the EPA Strategic Leadership Group (SLG)

SK explained that the group meets every six to 8 weeks. It is made up of the headteachers of EPA schools, plus JB and ML, and is clerked by BVB. SK highlighted points from the minutes of the most recent meeting held in June, adding that she, personally, received ‘The (OFSTED) Call’ during the meeting!

A decision was made at the last meeting to immediately notify the EPA of any staffing vacancies to avoid duplication, save money and share resources. The Higher Level Teaching Assistant (HLTA) Continuing Professional Development (CPD) was considered and other areas of the Action Plan. Becky Walton (Bartholomew School PE primary liaison) attended to discuss the PE provision from BS to the primary schools. PR commended as excellent the agreement to notify centrally of staffing vacancies. AB sought clarification that existing staff do not have to accept transfer to another EPA academy with this being confirmed.

5. CEO Report

Feedback on OFSTED reports: ASH said JB’s tabled paper provides the raw material but not the background (FB left meeting at 19.38) to the work undertaken with the schools pre-OFSTED and he gave

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examples of this. He went on to provide further detail of the inspection outcomes in the individual five schools visited thus far.

ASH said there was a clear recognition of the ongoing work required with ECPS and, as such, he recommended the proposal that additional PEL time be agreed to by the DB to enable SK to become, in effect, Executive Headteacher at ECPS. PC asked how much time is available. ASH responded an initial 3 x 8 week period for work to be undertaken in different areas of the school. There would almost certainly be a return visit of the HMI either just before October half-term or just after. It will be necessary, at that point, to demonstrate that ECPS is making the required improvements and rapidly, with ASH proposing OFSTED be called back in June 2018 to undertake a Section 5 inspection. In discussion additional information was given on staffing issues with several directors commenting on critical parental feedback expressed both on e-mail and at a recent school meeting. JB commented that issues are being vigorously and very directly addressed. Some progress had already been made within the school with ASH mentioning it is not a completely damning OFSTED report but there is understandable frustration at the lack of consistency.

JO commented the Local Governing Body (LGB) is pulling its act together with an action plan that has been shared with parents. HE sought assurance that it has been clearly stated what the outcome will be and the necessary timeframe for the required improvements. JB responded, advising some of the measures and thinking in place. AC commented on the need for guidance for the LGB. PC summarised by stating that SK and JB should be provided with the action plan that is currently being produced for governors and parents and that the proposed management support from SK should be adopted. ASH advised he has proposed to the Hanborough Manor LGB that SK be released to work an additional day per week for the EPA and this day would be spent in ECPS. Formally, following this meeting, ASH will inform ECPS LGB of their re-grading under the Standards Protocol to Level 3/4 requiring direct supportive intervention. The DB agreed to the proposal for SK be provided with additional EPA time as PEL and to spend this additional time with ECPS, for a limited period.

Standards Positions: covered above.

Budgetary Positions: ML tabled copies of the summary of the budgetary position of each of the EPA academies which include the pupil numbers. ML commented that none of the upcoming housing developments will have any impact on pupil numbers until, probably, five years from now. This document also includes the year end balances for each of the schools which are all in balance for 2017-18 which is positive, though this is not the situation for future years. ML advised that no salary awards are any longer being funded which results in a four-way blow:

- Pay award itself
- NI contributions
- Pension contributions
- Apprenticeship levy

ML advised he will be working very closely with the two EPA academies that require the most careful financial management, from September. Congratulations were expressed to ML upon achieving the submission of all budgets to the EFSA fourteen days ahead of the deadline.

Safeguarding reviews: will be undertaken again at each EPA academy.



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Staffing issues: Craig Thomas (CT) has been appointed as Headteacher of BS with effect from 1 September 2017 and Adam Wood (AWO) as substantive Deputy Headteacher. ASH added his pleasure at leaving the school in such good hands of an excellent SLT.

Partnership Improvement Plan (PIP): ASH will work on this over the summer and it will come to the board, together with the primary plan.

Action: ASH to produce the updated PIP over the summer

6. Committee Reports

Audit: PC expressed huge thanks to ML for all his work, particularly on the risk register. PR mentioned the issues identified in two of the primaries (ECPS and CS) with the lack of reference checks, photo ID and DBS proof. These had been identified via spot checks; the process of which was highlighted by ML.

PR put forward the proposal of the committee to undertake full audits with SK responding that ECPS will be put to the top of the list for the forthcoming Safeguarding Reviews. However, the meeting queried the validity of the safeguarding reviews, whether they would be detailed enough to pick up errors or omissions. PR sought clarity on the way forward with MF querying the feasibility of all personnel records in each school being checked by a member of the admin staff. HE suggested that, in a state of earned autonomy, the LGB should be seeking to ensure all DBS and other necessary checks are undertaken. PC asked whether ASH should write to each CoG, asking them to ensure all necessary checks are undertaken. However, RNS suggested that the spot checks should be widened specifically in the 'offending' academies and this suggestion was adopted. ML added that all new starters will be checked on top of the specific focus placed on ECPS and CS spotchecks.

Action: ML to instigate wider spot checks at ECPS and CS

Finance & Resources Committee: MR advised that ML's report has already covered this.

Standards: JO had nothing further to add to the committee minutes circulated.

7. Proposed Merger of EPA and FAoS (Faringdon Academy of Schools) Update

PC listed the membership of the EPA SG (PC, ASH, CT, SK, BVB, JB, JO, ML) and reported that there had been several meetings of this group with their counterparts from FAoS.

PC outlined the background thinking, outlining the areas of discussion that are currently underway. He reported that positive progress had already been made over such items as a parity statement, the adoption of the EPA's Articles of Association (AoAs) as the legal basis for a new trust, on Governance (Members and Directors) and even over a working title as the name for a merged MAT, the Bridges Learning Trust. SK tabled copies of a sample draft idea for a concise consultation document for wider circulation. She commented that at this stage this was very much a work in progress. ML said that the Articles of Association (AoAs) would need some revision, partly to meet the Charities Commission's requirement to remove Director positions that are held by paid employees of the EPA. ML added the decision had been taken to employ Lee Bolton Monier Williams (LBMW) Solicitors (Stone King also quoted but at £10k higher) to work for both MATs – LBMW had done a commendable job over the founding EPA legal documentation. PC said that one major area still to be agreed is that of the Leadership structure. MR commented that FAoS has a much more centralised financial system and service, which in his view we would do well to emulate if the merger goes ahead. PC responded by stating that, in the first phase of merger two separate Eynsham and Faringdon hubs would operate and he acknowledged that the EPA would need to make moves in regard to centralisation of services in order to make savings through



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economies of scale. PC drew the meeting's attention to the timeline on page 4 of the tabled document, asking directors to put **5 October** as a crucial date in their diaries at which both Directing Boards will decide whether to proceed to a consultation process or not. PC sought and obtained DB approval for the negotiation process to continue.

8. EPA CEO During 2017-18

PC advised that, with ASH standing down from 31 August 2017, there will be the need for an interim CEO. He added that should the 5 October decision be not to continue with the merger, the EPA would then seek to recruit a part-time CEO for itself. Should it proceed and the Regional Schools Commissioner gives his approval, the company would continue as the EPA for a period of eight months to a year, though a shadow joint board would need to be set up to handle recruitment and selection for a CEO for the merged trust.

PC said that the Committee Chairs group, in considering the matter on the announcement of Andy Hamilton's early retirement, felt that, rather than recruit an external person for this interim period, it would be much more advisable to utilise the proven expertise of SK and ML who had successfully handled EPA affairs during ASH's absences due to ill health (HE left the meeting at 21.05). SK and ML were asked to leave the meeting to enable discussion to take place regarding the proposal.

PC said that the two main issues coming up in the immediate period were the completion of merger negotiations and the issue of ECPS improvement. PC also explained the need for the EPA to have as its senior executive an Accounting Officer to whom the EFSA and DfE look to for assurance of financial probity.

The proposal was that SK should take on the wider Standards side of the CEO role as both Primary Executive Lead (PEL) and interim CEO, named as such to include the Accounting Officer role which Mike Lawes cannot legally take on as the Chief Operating Officer (COO). This would be feasible as nearly all schools have been inspected now. At the same time, ML would take a lead on the Finance, HR and Resources aspects of the CEO role as a logical expansion of his COO role. This proposal was agreed by Directors and SK and ML were invited to return to the meeting.

9. New governors for DB appointment

BVB advised of three BS governors requiring DB approval: Shelley Bruce (reappointment), Paul Stammers (reappointment) and Claire Hughes, nominee for new DB-appointed governor. All three governor appointments were approved.

10. Committee Chairs Feedback

PC advised that this group had met informally with the CEO or Acting CEO on a monthly basis, in April advising on the conduct of the AGM, in May on interim CEO arrangements and in June reviewing merger options. PC proposed that meetings of this group continue with full acceptance of the DB. ASH agreed that the group was an invaluable support for a CEO in between the quarterly DB meetings.

The Meeting ended at 9.30pm, followed by an end of term celebration and presentation to ASH on his retirement from the CEO role and, therefore, the DB.