

**Meeting of the Board of Trustees of
 STEP Academy Trust
 Held on Monday 14th December 2015 at 6:30 pm
 At Gonville Academy**

Name	Position	Attendance
Kate Chhatwal	Non-Executive Trustee	Present
Isabelle Dennigan	Non-Executive Trustee	Present
Mark Ducker	Executive Trustee - CEO	Present
Paul Glover	Executive Trustee – Deputy CEO	Present (until 8.15pm)
Sally Lawson-Ritchie	Non-Executive Trustee – Vice-Chair	Present
Patrick McAleenan	Non-Executive Trustee	Present
Claire Slade	Executive Trustee	Present (until 8.15 pm)
Danny Sullivan	Non-Executive Trustee - Chair	Apologies
Ross Gardner	Non-Executive Trustee	Present
Rama Venchard	Associate	Present (until 8.15pm)
Cheryl Gilbert	Company Secretary	Present (until 8.15pm)
Ben March	Chief Finance & Operations Officer	Present (until 8.10pm)
Sebastien Chapleau	Head Teacher – La Fontaine Academy	Present (until 7.40pm)
Carol Fagan	Clerk	Present

1	<p><u>Welcome and Apologies</u></p> <ul style="list-style-type: none"> <i>To welcome trustees to the second Board meeting of the academic year</i> Sally Lawson-Ritchie welcomed trustees to the second board meeting of the academic year, extending a particular welcome to Sebastien Chapleau who had been invited to give a presentation to the Board. <i>To agree whether any apologies received are to be accepted</i> Apologies for absence were received from Danny Sullivan, Chair of the Board of Trustees, who had suffered a family bereavement. The Board of Trustees accepted these apologies. <p>In the absence of the Chair, Sally Lawson-Ritchie, Vice-Chair, took the Chair. She explained that there would be a slight change in the order of the agenda to allow Sebastien Chapleau to leave after giving his presentation.</p>
2	<p><u>Quorum</u></p> <ul style="list-style-type: none"> <i>To confirm that the meeting is quorate</i> The meeting was declared quorate with eight trustees in attendance.

3	<p><u>Declaration of Pecuniary Interests and/or Conflict of Interests</u></p> <ul style="list-style-type: none"> Trustees to declare any pecuniary or personal interests in any agenda item for this meeting (Any person present at the meeting with a pecuniary or personal interest regarding any item on this agenda should declare it at the outset of the meeting and may be asked to leave whilst the matter is discussed) <p>Trustees were asked if they had any known pecuniary or other potential conflicts of interest in the current agenda and none were declared.</p>
4	<p><u>Disclosure and Barring Service (DBS) Checks</u></p> <ul style="list-style-type: none"> To note that all governors and trustees must have enhanced DBS checks, due to their being the decision makers for children To note that checks have been undertaken for Kate Chhatwal, Ross Gardner and Rama Venchard (Associate) <p>Trustees were advised that DBS regulation for trustees and governors had been checked. It was confirmed that, due to their being decision makers for children, they were required to undergo enhanced checks. Checks had therefore recently been completed for Ross Gardner, Kate Chhatwal and Rama Venchard. Mark Ducker's certificate had been renewed.</p>
STEP First – We are all one team	
5	<p><u>Visit to STEP Academies</u></p> <ul style="list-style-type: none"> To receive feedback on the Chair's visits to all the academies in the Trust <p>The Vice-Chair read a report prepared by the Chair following his visits to each of the STEP Academies. He had felt it a great privilege to have been able to visit the academies, where it could be clearly seen, through references to the PUPAC values and Rights Respecting Schools, that they were part of STEP. Learning behaviours could be seen as a real strength of the Trust and children could clearly explain the meaning of PUPAC. In addition to speaking to children, the Chair had met with a group of staff, who said they were proud to belong to STEP and that leaders felt supported. The group was very grateful to the Board for their recent pay increase which had helped them to feel valued. During the conversation it became apparent that the group was not aware of the recent changes to STEP's governance structure and this was something which needed to be addressed.</p> <p>Other trustees added their feedback from visits, commenting on the quality of the learning environments they had seen.</p> <p>On behalf of STEP's senior leadership team, Mark Ducker, CEO, recorded thanks to the Chair for the enormous amount of time he had put into his academy visits.</p>
6	<p><u>Key STEP Updates</u></p> <ul style="list-style-type: none"> <u>Leadership Changes at David Livingstone Academy and Wolsey Junior Academy</u> <p>The Vice-Chair congratulated David Livingstone Academy on achieving an outstanding judgment from the local authority and hoped that this would be replicated by Ofsted. David Livingstone's success was due to Claire Slade's leadership and Trustees were delighted that, in her new role of Head of Teaching and Learning, she would be able to help all of the academies to achieve such standards. Mark Ducker added that Claire had consistently taken David Livingstone into the top of the league tables and the challenge for STEP now was to make sure that this continued under the new leadership.</p>

	<ul style="list-style-type: none"> • <u>Deployment of STEP Head Teacher</u> <p>Trustees were informed that Jeremy Meek would be taking up his appointment as STEP Head Teacher on 1 January 2016. He would be based at Applegarth Academy until such time as a new partner joined the Trust.</p>
7	<p><u>Vision Statement</u></p> <ul style="list-style-type: none"> • <i>To confirm the Vision Statement (following further consultation)</i> <p>Following further consultation on STEP's vision statement, the Board of Trustees approved the following:-</p> <p>'To establish a family of outstanding academies where world class leaders place the children at the heart of everything'.</p>
8	<p><u>Communications</u></p> <ul style="list-style-type: none"> • <i>Developing a Communications Strategy</i> <p>In its work to develop a communications strategy STEP had been focusing initially on internal communications. The CEO and Deputy CEO had been meeting with senior leaders to test the strength of understanding around 'STEP First' and discussions had taken place about implementing a staff bulletin across the Trust.</p> <p>Discussions had recently taken place about external communications and whether to engage a partner to help with handling media enquiries and raising the Trust's profile. Sally Lawson-Ritchie had put the Trust in touch with Champolian, an organisation which worked with publicly funded organisations and which was keen to work with a strong multi-academy trust. Champolian had put together a proposal which would be considered fully by the Operations & Audit Committee before being presented to the Board.</p> <p>Action: Operations & Audit Committee agenda item</p> <p>Trustees recognised that a key element of 'STEP First' was the consistency of STEP's branding. The Board of Trustees therefore approved a proposal to remove the word 'the' from the name of the Trust and for all documentation to refer to 'STEP Academy Trust'.</p> <p>A Trustee asked whether the changes to STEP's governance structure would be included in STEP's communication strategy and this was confirmed.</p>
9	<p><u>STEP Events</u></p> <ul style="list-style-type: none"> • <i>To agree a date for the STEP Graduation</i> <p>Following the success of last years' Year 6 graduation event, the SLT would be agreeing a date for the 2016 event.</p> <p><i>(As agreed at the outset of the meeting, the STEP Ahead agenda items were brought forward)</i></p>
STEP Ahead - We invest in our future	
10	<p><u>STEP Growth Principles</u></p> <ul style="list-style-type: none"> • <i>To establish a set of growth principles for the Trust</i> <p>Following discussion at previous meetings around STEP's growth principles, the CEO and Chief Finance & Operations Officer had been looking at how these could be articulated. It was fair to say that the Trust's growth to date had been very effective. The DfE had pre-approved STEP for four projects over the next twelve months which was evidence of their confidence in the Trust.</p>

The CEO and CFOO gave a presentation which articulated what the Trust was already doing and potential strategies for its future growth. To ensure the effectiveness of STEP's future growth plan, the two key elements were capacity and consistency of Trust systems, both of which had recently been accelerated. The elements which had not been previously discussed were the types and number of academies STEP wanted to work with and in what locations. The Trust had now reached the seven to eight academies notionally agreed by the Board and the following would need to be considered when assessing future opportunities:-

- The availability of a STEP Head Teacher
- The availability of leadership plus capacity
- The status of the option and its location
- Whether STEP could make a difference
- Whether there was financial exposure
- Whether the opportunity would put STEP's reputation at risk

Trustee's comments were invited and the following points were made:-

- It would be useful for Trustees to know the reason why opportunities were suggested to STEP, as well as why they were being recommended to the Board.
- As well as financial viability and leadership and governance capacity, the proposed partner school's attainment results should be taken into consideration in case STEP was to be held accountable for these.
- The set of questions and mind map presented were very helpful. In addition to these it would be helpful to see an understanding of the Trust's appetite to financial risks and its flexibility to geographical boundaries. It was explained that parameters were difficult to nail down but these areas were covered in the due diligence document produced by Rama Venchard and the document shared at the previous meeting about what a successful MAT looks like. The Company Secretary was asked to email the due diligence document out to Trustees).

Action: Company Secretary to email due diligence document to Trustees

- It would be useful to agree whether the Trust would consider working with a good or outstanding school in order to share expertise in supporting vulnerable schools.

11	<u>Potential Partnerships</u> (Recorded in Part B of the Minutes)
12	<p><u>Strategic Planning</u></p> <ul style="list-style-type: none"> • <i>To review the STEP Risk Register</i> <p>The STEP Risk Register had been considered by the Operations and Audit Committee and had been circulated for the Board to note. Trustees were reminded that each academy business manager submitted an overall monthly report. Within that report risks were identified and higher level risks were cascaded up for consideration by the Operations and Audit Committee on a termly basis.</p> <p>Trustees raised the following questions:-</p>

Question: Was the Risk Register purposefully focused on strategic, rather than educational, risks?

Answer: As the Risk Register became imbedded more educational risks would be built in.

Question: Did the register include growth risks?

Answer: This particular risk was around having an opportunity assessment process in place and would come up when opportunities were considered.

The Board of Trustees **noted** the Risk Register.

STEP Way – We agree to do things this way

13 STEP Academy Trust Documentation

- **Scheme of Delegation** *To note and approve amendments to the STEP Scheme of Delegation and Decision Matrix recommended by STEP Committees*

The STEP Scheme of Delegation had been reviewed by both the Operations & Audit and Standards Committees. The Standards Committee had suggested a slight rewording of its terms of reference to reflect that the committee would **'be aware of all complaints coming in across the Trust and support head teachers where deemed appropriate'**. The committee had also requested a flow chart to illustrate how the committee would hold strategic governing bodies to account and this was being compiled by the CEO and Deputy CEO.

The Board of Trustees **noted** the amended Scheme of Delegation.

14 STEP Governance Structure 2015/16

Board of Trustees

- *To consider and agree a process for electing the remaining two Academy SGB Chair Trustees, in readiness for the spring term*

The Board of Trustees **agreed** to defer electing the remaining two Academy SGB Chair Trustees until Chairs were secure in their roles. An election would therefore take place in the summer term in readiness for September 2016.

- *To consider a proposal to allocate secure London Grid for Learning email accounts for all trustees and governors*

It was recommended that trustees and governors used secure email addresses for governance related correspondence. It was therefore proposed to provide all trustees and governors with a STEP email account through the London Grid for Learning. This would also give people access to a shared storage area for meeting papers and documentation. The Board of Trustees **agreed** the proposal for the Company Secretary to work with STEP's ICT Manager on this.

STEP Committees

- *To note Isabelle Dennigan's decision to step down from the STEP Operations and Audit Committee, creating a vacancy*

The Vice-Chair thanked Isabelle Dennigan for giving tirelessly of her time in her roles of STEP governor, Trustee, and member of the Operations & Audit Committee. Isabelle had understandably decided to stand down from the Operations & Audit Committee in order to focus on chairing the strategic governing body of Heathfield and La Fontaine academies.

- *To discuss whether to appoint Trustees to fill the committee vacancies or to hold the vacancies*

open until there are sufficient non-executive trustees in place to accommodate this Isabelle's decision to stand down from the Operations & Audit Committee meant that there were now vacancies on both this and the Standards Committee. The Board of Trustees **agreed** to hold these vacancies open until the two remaining SGB Chair Trustees joined the Board.

Strategic Governing Bodies

- *To note the election of David Livingstone/Gonville SGB Vice-Chair – Sharjeel Nawaz*

The Board of Trustees **noted** Sharjeel Nawaz's election as Vice-Chair of the David Livingstone/Gonville SGB.

- *To ratify STEP Governor Appointments:-*

The Board of Trustees **ratified** the appointment of Parent Governors: Yvonne Aryeetey, Heathfield/La Fontaine Academies and Marisse Green, Applegarth/Wolsey Academies.

The Board of Trustees was in receipt of a STEP Governor application from Allison Allen. Allison had met with Lana O'Keefe to discuss the vacancy on the Heathfield/La Fontaine SGB and was keen to join the SGB. Allison was known to the Trust and had key skills to bring to the SGB. The Board of Trustees **approved** her appointment.

The STEP clerks would arrange for induction material to be sent to the new governors.

Action: STEP Clerks to forward induction material to new governors

- *To note minutes of the second autumn term SGB meetings*

The Board of Trustees **noted** the minutes of the second autumn term SGB meetings.

Trustee/Governor Induction

- *To approve STEP Trustee/Governor induction packs*

The Board of Trustees **approved** the STEP Trustee and Governor Induction Packs.

15 STEP Policies and Procedures

- *To note the schedule of STEP Policy Reviews (Circulated with the agenda)*
- *To ratify STEP Polices (Circulated with the agenda)*

Trustees were advised that there were currently 90 policies in place across the Trust, many of which had been due for review at the same time. Going forward the Governance Team had been working to stagger the review frequency and had circulated an updated review schedule. The Board of Trustees **noted** the schedule of STEP Policy Reviews. The Governance Team was asked to add the names of policy portfolio holders to the schedule.

Action: Governance team to add names of policy portfolio holders to schedule

A number of policies currently due for review had been considered by the trustee portfolio holders and committees. Trustee's comments and suggestions had been incorporated into the versions circulated with the agenda for this meeting. The Board of Trustees **approved** the following policies (noting some which had been approved as a Chair's action as requested by the committees):-

	<p>HR & Finance Policies</p> <ul style="list-style-type: none"> ➤ Teacher Appraisal Policy (Statutory Policy) ➤ Pay Policy (Statutory Policy) ➤ Support Staff Adoption & Paternity Leave Policy ➤ Teachers' Adoption & Paternity Leave Policy ➤ Support Staff Appraisal Policy ➤ Teacher Capability Procedure ➤ STEP Pay & Executive Group Policy ➤ PDCS Scheme <p>Curriculum Policies</p> <ul style="list-style-type: none"> ➤ RE & Collective Worship (approved as a Chair's action on 26/11/15) ➤ Physical Education Policy (approved as a Chair's action on 26/11/15) <p>Governance Policies</p> <ul style="list-style-type: none"> ➤ Governor Induction Policy <p>Safeguarding Policies</p> <ul style="list-style-type: none"> ➤ Safeguarding Policy (statutory policy - approved as a Chair's action on 26/11/15) ➤ Child Protection Policy (statutory policy - approved as a Chair's action on 26/11/15) ➤ SEND Policy (statutory policy -approved as a Chair's action on 26/11/15) ➤ Missing Child and Late Collection Policy <p>Family & Community Policies</p> <ul style="list-style-type: none"> ➤ Nursery & Early Years Home Visits Policy ➤ Adverse Weather Policy <p>Following the receipt of revised legislation, approval of the Flexible Working Policy would be deferred until further HR advice was obtained. In the meantime staff would be directed to Croydon's model policy.</p>
16	<p><u>Safeguarding</u></p> <ul style="list-style-type: none"> • <i>To note the Board of Trustees' responsibility to ensure that all appropriate safeguarding policies and procedures are in place across the STEP Academies</i> <p>The Board was fortunate to have a Chair with safeguarding expertise. However, as safeguarding was now a particular focus for Ofsted, STEP's Head of Teaching & Learning was asked to provide Trustees with a ten minute briefing at the next meeting.</p> <p>Action: Board of Trustees agenda item</p> <p>In the light of the recent terrorist attack in Paris, a Trustee asked whether STEP had assessed the risks of school trips and whether it had a disaster recovery plan in place. The CEO explained that none of the STEP school organised trips outside of the UK. A disaster recovery plan was in place but it would be beneficial to test this with the Trust's health and safety advisors, Ellis Whitham. The CEO and Deputy CEO would also talk through the plan at the next STEP SLT meeting.</p> <p>Action: CFOO to arrange for the Disaster Recovery Plan to be tested. CEO and Deputy CEO to discuss Disaster Recovery Plan at next SLT meeting.</p>
17	<p><u>Signing of Legal Documentation</u> (if any)</p> <ul style="list-style-type: none"> • <i>To receive any documentation requiring the Chair of Trustees' signature</i> <p>The only documentation currently requiring the Chair of Trustee's signature would be the final</p>

	<p>accounts and financial statements, once approved by the Board. The Company Secretary would arrange for these to be signed.</p> <p>Action: Company Secretary to arrange for final accounts to be signed by Chair of Trustees</p> <ul style="list-style-type: none"> To note any legal documents signed by the Company Secretary/CEO since the previous meeting <p>No legal documentation had required the Company Secretary or CEO's signature since the previous meeting.</p>
18	<p><u>Approval of School term and INSET dates 2016/17</u></p> <ul style="list-style-type: none"> To approve school term and INSET dates 2016/17 <p>The Board of Trustees approved STEP's 2016/17 term and INSET dates.</p> <p>A Trustee asked whether it was possible to schedule an INSET day at the beginning of December to give staff planning time before the end of term and ease their work/life balance. It was explained that the content of the INSET days would be discussed at the next SLT meeting. Consideration could be given to releasing teachers for a planning day.</p>
STEP Up – We all succeed together	
19	<p><u>Finance & Operations</u></p> <ul style="list-style-type: none"> To receive a report from the STEP Operations and Audit Committee <p>The Board of Trustees noted the minutes of the STEP Operations & Audit Committee meeting held on 23 November 2015. Patrick McAleenan, Committee Chair explained that STEP's new auditors, Hacker Young had carried out their audit in accordance with their original audit plan. They had confirmed that funding received from the EFA had been spent appropriately. No major concerns had been highlighted and the few minor points raised had been addressed. Hacker Young would therefore be submitting an unqualified audit report and was confident that the Trust was financially robust. The Board of Trustees congratulated the CFOO and Business Managers for all the hard work they had put into achieving a successful audit.</p> <ul style="list-style-type: none"> To receive and adopt the Annual Accounts To receive and approve the audited financial statements <p>The Board of Trustees received and approved the audited annual accounts and financial statements as recommended by the Operations & Audit Committee. Trustees recorded their thanks to Patrick McAleenan and the committee for their detailed scrutiny and to the CFOO and STEP Governance Team for the professional way in which the papers were presented.</p>
20	<p><u>Standards and Performance</u></p> <ul style="list-style-type: none"> To receive a report from the STEP Standards Committee <p>Thanks were recorded to Kate Chhatwal for joining the Board of Trustees and for chairing the Standards Committee.</p> <p>Trustees noted the minutes of the meeting held on 23 November 2015. Kate Chhatwal, Committee Chair, felt this had been a very successful first meeting. She summarised the key areas discussed, which were:-</p> <ul style="list-style-type: none"> ➤ Sally Lawson-Ritchie had been elected as Committee Vice-Chair ➤ STEP's Scheme of Delegation and the Standards Committee's terms of reference had been reviewed. It had been clarified that the committee's remit was to support STEP's Head of

	<p>Teaching and Learning in holding strategic governing bodies to account for the performance of their academies. The CEO and Deputy CEO had agreed to draw up a flow chart to illustrate this process.</p> <ul style="list-style-type: none"> ➤ The format of a data dashboard for the committee had been agreed. This would enable the committee to look in much more detail at performance across the academies and was the makings of a very helpful monitoring tool. Thanks were recorded to Claire Slade for the enormous amount of work she had put into producing this document. ➤ The committee had agreed to rotate its meetings to tie in with visits to each of the academies which would give members a real understanding of the work they were doing.
21	<p><u>Correspondence to the Chair</u></p> <ul style="list-style-type: none"> • <i>To note any correspondence received by the Chair</i> <p>There was no correspondence to report.</p>
22	<p><u>Minutes</u></p> <ul style="list-style-type: none"> • <i>To approve the minutes of the meeting held on 12 October 2015 (previously circulated)</i> <p>The minutes of the Board meeting held on 12 October 2015 were agreed as a true record and signed by the Chair. The signed minutes were passed to the Company Secretary to be held on the company files.</p>
23	<p><u>Matters Arising from the Minutes</u></p> <ul style="list-style-type: none"> • <i>To note actions taken since the previous meeting</i> <p>Most of the matters arising from the minutes had been covered earlier in the agenda. As requested, Claire Slade had checked whether after-school club provision would be included in a school's Ofsted inspection and overall judgment. She reported that externally managed provision would not be included.</p>
24	<p><u>Any Other Urgent Business</u></p> <ul style="list-style-type: none"> • <i>To be notified to the Chair in advance of the meeting where possible</i> <p>There was no other urgent business for discussion.</p>
25	<p><u>Meeting Impact</u></p> <ul style="list-style-type: none"> • <i>To consider what impact this meeting will have on children at the STEP academies</i> <p>Trustees considered this to be a positive meeting, recognising that children were at the heart of all decisions made.</p>
26	<p><u>Meeting Dates</u></p> <ul style="list-style-type: none"> • <i>To note meeting dates for the academic year</i> <p>Following the full implementation of the Board's committee structure, the January Operations & Audit and February Board meetings were no longer considered necessary. The Board of Trustees noted the revised meeting schedule circulated with the agenda. The Board's next meeting would take place on Monday 21st March 2016, 6.30pm at Gonville Academy.</p>
27	<p><u>Publication of Minutes</u></p> <ul style="list-style-type: none"> • <i>To identify any matters to be recorded in Part B of the minutes</i> <p>The Board of Trustees agreed that, following approval by the Chair, the Part A minutes would be made available for publication. The Part B minutes would remain confidential to the Board.</p>
28	<p><u>Confidential Staffing Matters</u> (Recorded in Part B of the minutes) <i>(Ben March withdrew from the meeting for the discussion of this item)</i></p>

There being no further business for discussion, the meeting closed at 8.45pm

Action Points				
Date	No	Description	Owner	Status
14/12/15	8	Consider a proposal from Champolian to represent the Trust in media engagement	Operations & Audit Committee	
14/12/15	10	Email due diligence document to Trustees	Company Secretary	
14/12/15	14	Forward induction material to new governors	STEP Governance Clerks	
14/12/15	15	Add names of policy portfolio holders to review schedule	Governance Team	
14/12/15	16	Provide Trustees with a ten minute safeguarding briefing at the Board's spring term meeting	STEP Head of Teaching & Learning	
14/12/15	16	Disaster Recovery:- Arrange for the Disaster Recovery Plan to be tested with the Trust's health and safety advisors Discuss Disaster Recovery Plan at SLT meeting	CFOO	
14/12/15	17	Arrange for final accounts to be signed by Chair of Trustees	Company Secretary	

Signed as a true and accurate record of the meeting.	
Chair's signature	
Chair's name	
Date	