

**Minutes of a Meeting of the STEP Board of Trustees  
Held on Wednesday, 15 December 2021 at 5.15pm (Virtual)**

<b>Name</b>	<b>Position</b>	<b>Attendance</b>
<b>Trustees</b>		
Ben Bartlett (BB)	Non-Executive Trustee	Present
Kate Chhatwal OBE (KC)	Non-Executive Trustee	Present
Mark Ducker OBE (MD)	Executive Trustee - CEO	Present
Angela Farrell (AF)	Non-Executive Trustee	Present
Ross Gardner (RG)	Non-Executive Trustee (Vice Chair)	Present (from item 10)
Peter Lilford (PL)	Non-Executive Trustee	Present
Rory Nath (RN)	Non-Executive Trustee	Present
Ursula Norbert (UN)	Non-Executive Trustee	Present
Navdeep Sanghara (NS)	Non-Executive Trustee	Absent (Apologies accepted)
Shelley Stuart (SS)	Non-Executive Trustee	Present
Rama Venchard (RV)	Non-Executive Trustee (Chair of Trustees)	Present
<b>Attendees</b>		
Jennese Alozie (JA)	Director of Effectiveness and Performance	Present
Tom Garry (TG)	Head of STEP Ahead Teaching School	Present (for items 1-8)
Paul Glover (PG)	Deputy CEO (CEO Designate)	Present
John Halliwell (JH)	Executive Director of Primary	Present
James Hooper (JH)	Director of Operations	Absent (Apologies accepted)
Philippa Jackson (PJ)	Senior Governance Clerk	Present
Ben March (BM)	Chief Finance and Operations Officer	Present
Tim Mills (TM)	Executive Director of Primary	Present

<b>1</b>	<p><b><u>Welcome, Apologies and Housekeeping</u></b></p> <p>RV welcomed everyone to the meeting, particularly TG, who would present item 8.</p> <p>Apologies had been received and were accepted from NS and JH. RG would join the meeting late.</p>
<b>2</b>	<p><b><u>Quorum</u></b></p> <p>The Clerk declared the meeting quorate.</p>
<b>3</b>	<p><b><u>Review of Pecuniary and Conflicts Interests</u></b></p> <p>There were no pecuniary or other potential conflicts of interest declared.</p> <p>Trustees confirmed they had updated their personal and pecuniary interests on the Trust Governor system.</p>

<b>4</b>	<p><b><u>Minutes</u></b></p> <p>The minutes of the Board of Trustees meeting held on 11 October 2021 were approved. The Chair confirmed he would sign a copy of the minutes at the end of the meeting.</p>
<b>5</b>	<p><b><u>Matters Arising from the Minutes</u></b></p> <p>Trustees noted the actions from the previous meetings as set out in the agenda. The updated Roadmap and STEP Diversity Data was noted.</p>
<b>STEP First – We are all one team</b>	
<b>6</b>	<p><b><u>Chief Executive Officer’s Report</u></b></p> <p>The CEO Report for the Autumn term was noted and the following updates provided.</p> <p><b><u>STEP Standard</u></b></p> <p>Trustees considered the STEP Standards Heat Map, which showed the Academies’ performance against the Trust’s performance standards.</p> <p>Q: There had been a decline in the STEP Standards scores for Catering in a number of Academies. What was the reason for this?</p> <p>A: This was linked to the assessment process, particularly around operational standards, which had become more data focused. It had taken a while to embed and had resulted in lower scores. There were also some HR issues within the Catering teams of some Academies.</p> <p><b><u>STEP First</u></b></p> <p><b><i>Covid Update</i></b></p> <p>PG advised that conversations with academies continued on a daily basis. The communications structure continued to work well and provided support to leaders. The Government Guidance currently focused on regular staff testing and use of masks. The Executive Team had met to discuss the return to school in January and the situation would continue to be monitored. The Reception class at Angel Oak had closed due to staff absence, otherwise all academies were open.</p> <p>Q: The latest DfE information for testing suggested that people test for 7 days if they had been in contact with a person with a confirmed Covid case. Could we advise this to STEP staff?</p> <p>A: I would discuss this with HR tomorrow.</p> <p>Q: If the Academies closed and had to revert back to remote learning, what would you change in terms of the lessons learnt? Was there an approach to consistency in terms of staff expectations?</p> <p>A: The biggest issue was around staff capacity to carry out in-school teaching and remote learning. The Trust was in a good position in terms of remote learning resources which would significantly reduce the amount of time staff spent preparing on-line resources. In relation to staff absence, academies could work together to pool resources and provide a centralised remote learning offer.</p> <p><b><i>Ministerial Visit</i></b></p> <p>Minister for the Schools System, Baroness Barran, had recently visited Applegarth Academy. She was particularly interested in STEP’s financial model and had since held further discussions with the CFOO and the DfE on this. The Chair of Trustees had also been invited to a Roundtable</p>

involving Chairs of leading Trusts. We were able to share some recent experience with Ofsted and talk about our general concerns. A meeting would be held with the Confederation of School Trusts to provide feedback on Ofsted.

Q: Could we have an update in the CEO Report on the CEO transition?

A: This was a good suggestion and would be included in next term's CEO Report.

**Action: Include update on CEO transition in next term's CEO Report. (CEO)**

Trustees were pleased to see that sustainability had been identified as a core STEP Compass priority moving forward and were keen to see how this could be driven by the pupils.

#### STEP Way

Q: In relation to the STEP Way foundation subjects, leaders had been asked to upload their Academy subject planning. What was the intention of this? Was it the individual lesson plans?

A: Leaders had been asked to upload plans on where they were with this to evaluate how far Academies had managed to develop subject curricula and put in place appropriate planning documents that reflected the agreed curriculum design principles and pedagogical approaches.

Q: In relation to the ICT STEP Standard, if all Academies had been rated 1, should we consider raising the standards?

A: The ICT Strategy and service would be reviewed at some point. It was not the right time to review the standards at the moment as staffing was limited and the team had spent the last year moving the Trust on-line during the pandemic.

#### STEP Ahead

MD advised that the requests for support had increased as the success of the Trust had grown. It was important to actively manage these requests as the Trust moved forward. He drew Trustees' attention to the external networks that were currently being developed.

#### MIS Update

Trustees noted a briefing paper on the current stage of the MIS procurement process. A full process review would not be able to be completed in time and the Trust would likely be entering into a new contract with ESS. The main risk for the Trust related to being locked into SIMS for the next three years as the procurement deadline would have been missed.

RN noted that he had good working relations with the CEO of one of the major providers. The Board noted this, as going forward any Trustee involvement in the re-tender would need to flag potential conflicts of interest.

Q: Was there any concern over the financial cost of the remaining contract?

A: The current MIS only costs were comparable.

### **7 Safeguarding**

Trustees noted the termly safeguarding report. JA reassured Trustees that discussions had been held at the Education Committee on Persistent Absence related to Covid and the STEP Standards.

Q: There was no visibility in the report of the statistics that sat behind the evaluations?

A: The Education Committee were provided with an overview of the evaluations. The statistics that sat behind the evaluations were not presented to Trustees but discussed at Academy level.

RN, Trustee Safeguarding Lead, reminded everyone that safeguarding should continue to be prioritised by the Board of Trustees. He was confident that the Trust’s safeguarding strategy and practices remained strong, but it should remain a priority for everyone.

Q: Linking Persistent Absence to the financials, should we use the Covid catch up funding for this specific issue?

A: The funding would always be used to ensure that the children reached their potential in line with the curriculum. Additional educational welfare services had been brought in to support the children at risk and to help support their development.

**STEP Ahead – We invest in our future**

**8** **STEP Ahead Teaching School Hub**

TG gave a presentation on the STEP Ahead Teaching School Hub and the Institute of Teaching partnership.

The following questions were raised:

Q: How would we support Ambition Partnership’s bid to benefit STEP? We should support the wider benefits to the education system but we also had a responsibility to the STEP Academies and communities.

Q: We would be sharing expertise and be directly linked to the body carrying out the innovation in educational development. The link would benefit both ways.

Q: Were there any potential negatives?

A: We could lose the choice of working with different providers once the agreement had been signed. Capacity had not been fully worked through yet.

Q: Was there a risk that this would distract us from the current strategy of the Teaching School?

A: The work we were currently doing was around the KPI’s set by the DfE. The benefits of working within the system would be greater than not being involved.

Trustees were supportive of Ambition Institute’s application to set up an Institute of Teaching as a delivery partner. The Chair thanked TG for his presentation.

*TG left the meeting.*

**9** **Communications**

Trustees noted the update on communications. MD explained that the paper built on previous discussions regarding how external communications and public relations might be managed moving forward. Particular thought had been given to some of the communications challenges, what we hoped to achieve, pupil numbers and generating interest in the STEP Academies.

MD reminded Trustees that internal communications had been well developed through the STEP Compass but investment in external communications was now vital particularly in relation to the growth strategy and moving into the secondary sector. Communications had previously worked with CEO oversight and facilitated through the work with the RSC’s Head Teacher Board. Further discussions were now needed to look at how the role of communications could fit into the new CEO transition structure.

	<p>It was proposed that SS would support the Executive Team in discussions with appropriate agencies in the Spring term. A further update would be provided to the Board on how communications would be managed moving forward.</p> <p>SS added that the overarching communications strategy was key and she would be happy to support the Executive Team in developing this.</p> <p><b>Action: Provide further update to Board on how communications would be managed moving forward. (CEO)</b></p>
10	<p><b><u>Risk Management</u></b></p> <p><i>RG joined the meeting.</i></p> <p>The Risk Profile Report was noted.</p> <p>Q: In relation to demographics and birth rates, should the risk level be higher?  A: In terms of pupil numbers, some of the risk could be mitigated through the reduction of PAN in particular Academies. Equitable funding would also mitigate the risk further as funding was based on class numbers.</p> <p>Q: Were there any risks that Trustees needed to be more actively involved in the management of?  A: The Risk Register was regularly reviewed by the Finance and Operations Committee but delegated to the Executive Team to manage. Trustees should review the risks at the time along with background information to get a full sense check. It was important to be realistic about the risk at that particular point in time. Risks would either disappear over time or be included in the STEP Standard.</p> <p>Q: How was the overall risk figure of 13.7 calculated? Was this figure higher or lower than previous years?  A: I will clarify this with the Director of Operations.</p> <p>Q: If we had red risks in many categories, how could we consider the overall risk of the Trust as green?  A: The overall score was helpful but not necessarily helpful to colour code. The spider diagram set out within the report was more helpful to explain the current risks. Feedback would be provided to the Director of Operations as to whether the overall risk score was helpful.</p> <p><b>Action: Clarify with Director of Operations on how the overall risk figure was calculated and whether this was helpful. (CFOO)</b></p>
<b>STEP Up – We all succeed together</b>	
11	<p><b><u>Financial Management and Monitoring</u></b></p> <p><b><u>2021/22 Budgets</u></b></p> <p>Trustees had previously reviewed and approved the annual budget for 2021/22. BM confirmed there had been no budget changes from the agreed net positions.</p>

### **STEP Management Accounts**

The Committee noted the STEP Management Accounts for Period 2, 2021. The high level summary on STEP's in-year financial position as at 31 October 2021 was noted. Income was on track and expected to be above target. Staffing costs were expected to be close to budget once the impact of the payroll uplift had been reported. The Headteachers had worked hard to manage the budgets this year which had been overseen by the Executive Directors of Primary.

Q: The biggest risk related to inflationary pressures, salaries and energy and supplier costs. How do these risks inflate the risks presented to STEP?

A: In relation to staff costs, there had been no inflationary costs for teachers this year. Next year, support staff costs would increase by 2% but the funding should match the costs. We had locked down contracts and prices with water and energy suppliers. The increased costs had been included in the operating model and within the 3 year budget plan approved by the Finance and Operations Committee.

Q: When was the pensions evaluation due and what was the risk?

A: There may be some risk with the on-going financial challenges of Croydon Council. We had worked with Pensions Watch to review whether the pension schemes could be combined. The long term plan was to reduce the funds we had exposure to and consolidate the pension schemes. A paper would be presented to the Finance and Operations Committee.

### **2020/2021 Annual Report and Financial Statements**

Trustees had received the Annual Report and Financial Statements for year ended 31 August 2021. The Trust's Auditors, Hacker Young, had taken the Finance and Operations Committee through the Report and Accounts in detail at the meeting on 7 December 2021. The Committee had reviewed the Annual Report and Financial Statements and considered STEP to be a Going Concern. As such, the recommendation was for Trustees to approve and sign off the Trustee Report and Financial Statements.

There was one low risk recommendation which may wish to be considered as part of The Trust's annual review of internal controls and in aiming to meet best practice guidelines. It was recommended that improvements could be made in the process of recognising STEP Up Services (SUS) income and expenses from the Trust and processing income and expenditure between the subsidiary company and the Trust. As the SUS subsidiary activities had grown, it was recommended that this be monitored more independently going forward.

The Chair thanked everyone involved for the huge amount of work that had gone into producing the Annual Report and Accounts, particularly the Head of Compliance and Finance, for redesigning the Report. Trustees confirmed they had no questions to raise.

RG commended the audit report and confirmed that there were no significant issues for the Trustees to be made aware of. As discussed at the Finance and Operations Committee, the Executive Team considered STEP to be a Going Concern and as such recommended the Trustee Report and Financial Statements for approval.

Trustees confirmed that they considered STEP Academy Trust to be a Going Concern and as such approved the Trustee Report and Financial Statements for 2020/2021.

	<p><b><u>Significant Items of Expenditure</u></b>  There were no significant items of expenditure to approve as recommended by the Finance and Operations Committee.</p> <p><b><u>Update from Finance and Operations Committee</u></b>  RG provided an update on the key areas to note from the meeting held on 7 December 2021. He recorded his thanks to the Auditors, CFOO and the wider Finance Team for the continued improvement in audit outcomes and increasingly robust process. The financial forecasting had become more accurate and provided greater reassurance and confidence to Trustees in the future planning. The Teaching School Hub had become a significant part of the Trust and the Committee would consider the scrutiny of the revenue opportunities which were outside of the usual financial process.</p>
<p><b>12</b></p>	<p><b><u>Educational Standards and Performance</u></b></p> <p>NS had provided a brief update by email on the Education Committee meeting held on 13 December 2021. At the meeting, the STEP Standards document had been reviewed with specific discussions on whether SEND, disadvantaged pupils and the Anti-Racist Roadmap work should form part of this document. Persistent Absence was a focus of conversation and given the current climate, discussions were held about the STEP Standard expectations versus the reality of managing this. Data on targets was shared and were all still above national for this year, although below previous STEP standard expectations. The organisational structure for the Education team moving forward was briefly discussed.</p> <p>Q: Following lockdown, do you think the traditional ways of measuring statutory examinations may change? What did this mean for the national picture?  A: We would continue the structured system throughout the year with professional judgements and any national assessments. Data from July was held. Conversations would continue to be held. The wider outcomes would be considered and not just the exam results, to ensure that the next stage of education development was ready.</p> <p>Q: Which year groups had been most impacted by the pandemic and what had been put in place?  A: The biggest loss was for the year groups lower down the school. This was the area of most concern that we had discussed at considerable length. The targets set were extremely challenging but we were confident that they could be achieved. We were confident in our on-line learning delivery and the teaching and learning approach. We do not know what would happen with the statutory testing this year but we would still be able to provide Trustees with the statutory assessment results at the end of the year.</p>
<p><b>13</b></p>	<p><b><u>Academy Engagement</u></b></p> <p>Trustees noted the proposed rota and guidance for Trustee academy visits. Trustees should contact the Clerk to facilitate Academy visits.</p> <p>Confidential discussions on Academy Visits were recorded in the confidential set of Minutes.</p>

**14 STEP Governance**

**Governance Review and Chair 360**

The external governance review would be conducted by the Confederation of School Trusts. As part of the review, the consultant, who is a specialist in academy governance, would conduct 1-2-1 interviews with a selection of STEP Members, Trustees and AC Chairs. There would be a short 30 minute confidential 1-2-1 meeting on Zoom along with an on-line survey to provide feedback on Board governance and Chair 360. This was expected to be conducted over a 2-3 week period from w/c 14 March.

**Pay Committee**

The Minutes of the Pay Committee held on 18 October 2021 were noted.

**STEP Members**

The resignation of Isabelle Dennigan as STEP Member as of 21 October 2021 was noted. The annual STEP Members meeting had been postponed to the Spring term and would now be held on 21 February 2022.

**Academy Committees**

Following discussions with AC Chairs, Executive Directors of Primary and Executive Heads, it has been proposed to move the AC overseeing three Academies to only two. As a result of the pandemic and staff capacity, Chairs felt that the range of educational needs and the catchment areas were very different between the academies and should move back to the AC overseeing two Academies. A recruitment process would be undertaken for the identified governor vacancies. Going forward, the arrangements for the standalone AC's would also be reviewed.

Trustees approved the following AC pairings:

- Applegarth and Tudor Academies
- Benedict and Park Academies
- Gonville and Heathfield Academies

The Minutes of the Autumn Term 1 and 2 Academy Committee meetings were noted.

The Minutes of the Chairs' and Trustees' Forum held on 21 October 2021 were noted.

Trustees approved the STEP Governor appointments and Chair of Academy Committees for 2021/22.

**Training**

Trustees noted the training session to be held on 27 January 2022 (topics to be agreed). Any requests for training needs should be sent to the Clerk.

**15 Policies and Procedures**

Trustees reviewed and approved the following statutory policies and procedures:

- Behaviour Policy
- Guide for BlueSky Appraisal Process
- Appraisal Guidance

	<ul style="list-style-type: none"> <li>• Missing Child &amp; Late Collection Policy</li> <li>• Teacher Appraisal Policy</li> </ul> <p>Trustees ratified the following policies approved by the Finance and Operations Committee on 7 December 2021:</p> <ul style="list-style-type: none"> <li>• Staff Pay Policy</li> <li>• Trust Reserves Policy</li> <li>• Discretionary Leave Policy</li> <li>• Flexible Working Policy</li> <li>• Sickness Policy</li> <li>• Food Policy</li> <li>• Packed Lunch Policy</li> <li>• Staff Induction and Probation Procedure</li> </ul> <p>Trustees ratified the following policies approved by the Education Committee on 13 December 2021:</p> <ul style="list-style-type: none"> <li>• Remote Learning</li> </ul>
16	<p><b><u>Admissions</u></b></p> <p>Trustees agreed the 2023/24 Admissions arrangements for STEP Academies. There were no changes to the arrangements for 2023/24 apart from the statutory amendments following changes to the School Admissions Code 2021.</p>
17	<p><b><u>Term Dates</u></b></p> <p>The proposed 2022/23 STEP term dates were noted. The term dates of the Croydon schools would be reviewed once available. Once the final dates were available they would be approved by a Chair's action.</p>
18	<p><b><u>Complaints</u></b></p> <p>No complaints were currently being dealt with across the Trust.</p>
19	<p><b><u>Signing of Legal Documentation</u></b></p> <p>No legal documents had been signed by the Company Secretary/CEO/CFOO/Chair of Trustees since the previous meeting.</p>
20	<p><b><u>Correspondence to the Chair/ Chair's Actions</u></b></p> <p>No correspondence had been received by the Chair since the previous meeting.</p>
21	<p><b><u>Any Other Business</u></b></p> <p>There were no other matters of business to report.</p>

<b>22</b>	<p><b><u>Date of Next Meeting</u></b></p> <p>The next Board of Trustees meeting would be held on Wednesday, 30 March 2022 at 3.00pm at Phoenix Academy, Hailsham. Trustees were invited to attend lunch with the children at Phoenix Academy at 12.30, followed by a tour of the Hailsham Academies in the afternoon. The Board meeting would follow at 3.00pm.</p> <p>The Chair thanked everyone for attending the meeting. He thanked everyone for their support and leadership throughout the year.</p>
<b>23</b>	<p><b><u>Confidential Matters</u></b></p> <p>Confidential discussions on Academies were recorded in the confidential set of minutes.</p>

<b>Action List</b>	
<b>Action</b>	<b>Owner</b>
Include update on CEO transition in next terms CEO Report.	CEO
Provide further update to Board on how communications would be managed moving forward.	CEO
Clarify with Director of Operations on how the overall risk figure was calculated and whether this was helpful.	CFOO

<b>Signed as a true and accurate record of the meeting</b>	
<b>Chair's signature</b>	
<b>Chair's name</b>	
<b>Date</b>	