

CHAIR APPROVED

**The Corporation of New College Durham**

**Minutes of the meeting of the Academy Sponsorship Committee  
held on 30 March 2023**

**Present:**

Linda Wight (Chair)  
Joyce Drummond-Hill  
Andy Broadbent  
Christine Warren  
Chris Patterson (Chair Designate)  
Davey Benson

**Apologies:**

Linda Rodham, Chief Executive Officer, NCDAT

**In attendance:**

Karl Fairley  
Caroline Winter  
Andy Collishaw Chief Operating Officer, NCDAT  
Peter Robson Head of Governance and Trust Secretary, NCDAT

**Action**

**23/01 Chair's introduction**

The Chair welcomed everyone to the meeting and advised attendees that this was her last meeting as interim Chair and that Chris Patterson would take over as Committee Chair before the next meeting. The Chair reminded members to declare their interests in any item of business to be discussed at the meeting.

**The interests of committee members and attendees in New College Durham Academies Trust (NCDAT) are:**

Christine Warren – Director NCDAT  
Linda Wight – Sponsor Member, NCDAT  
Joyce Drummond-Hill – Sponsor Member, NCDAT  
Andy Broadbent – Director, NCDAT  
Karl Fairley – Member NCDAT, Chair NCDAT and Director NCDAT  
Andy Collishaw Chief Operating Officer, NCDAT  
Peter Robson Head of Governance and Trust Secretary, NCDAT

The Chair reminded members that when delegating authority for the Committee to determine whether to approve the decision on item 5, Paper C – Wellfield School, Corporation had requested a higher quorum of four committee members. The meeting was quorate.

**23/02 Apologies for absence – none were received.**

### **23/03 Minutes of previous meeting**

The Corporation Secretary advised that the minutes had been amended as follows since circulation to correct inaccuracies in the declarations of interest at the previous meeting:

- reference to Christine Warren as Vice Chair of NCDAT removed
- reference to Karl Fairley as a Member of NCDAT added

These changes were included in the hard copy for the Chair's signature.

Subject to the above changes, the minutes of the meeting held on 13 December 2022 were agreed as accurate and the amended copy signed by the Chair.

### **23/04 Matters arising**

22/14 (arising from previous minutes 22/06 & 22/07) - Peter Robson confirmed the refresh of the recruitment pack was complete and incorporated an updated application form, skills audit, NCDAT newsletter, Trust Development Plan and Code of Conduct for Governors/Trustees. Members noted a Search Committee had also been established and a meeting was being arranged to consider priority areas for future recruitment.

22/15 - Committee members received an email update on 19 January 2023 confirming Regional Schools Commissioner (RSC) approval of the application for Wellfield to join NCDAT.

22/16 – approval would be sought between meetings where required for NCDAT nominations for appointment.

22/17 – it was confirmed that a consistent application process was in place for appointments.

22/17 – the paperwork relating to the two appointees referenced in the minutes of the previous meeting had been circulated and the inductions completed.

22/20 – the current meeting was scheduled to align with the due diligence timetable.

### **23/05 Governance Matters**

Peter Robson presented Paper B, which updated on a range of governance matters.

Members noted updates in relation to terminology to ensure consistency with the Academies Trust Handbook, whereby members of the Academy Trust Board (ATB) would be referred to as Trustees in future rather than Directors.

Members were also updated that changes required to the NCDAT Articles of Association would be considered by Members at their next meeting. Karl Fairley confirmed that approval of changes to the articles was a decision for the NCDAT members, but that the Academy Sponsorship Committee would be informed of any changes once approved. The Committee noted that a copy of the current model Articles of Association had been provided with the meeting papers for their information.

KF/PR

Members noted proposals for the appointment of two further Members of the Trust and that one of these would be considered for approval at the next meeting of the Committee in May. The second proposed Member would be appointed by Durham County Council. Members also noted the appointment of Mr M Goodwin to the ATB.

Members noted the report.

**23/06 Wellfield School – request to formally accept Wellfield School into the Academy Trust**

Karl Fairley and Andy Collishaw presented Paper C.

In response to a member's question, Karl advised that an earlier iteration of the paper was considered at the NCDAT Resources Committee, following which it had been refined. A similar version of the paper to that currently before the Committee had been considered by the ATB that morning. Karl advised that time scales prevented preparation of two separate papers but that the ATB and the Academy Sponsorship Committee were each considering the paper from a different perspective with the Committee focusing on risk to the College. Karl confirmed that in future the meetings would be staggered to enable preparation of a paper that was tailored to the Committee and incorporating any feedback from the ATB meeting.

Karl advised that the two preconditions of the Academy Order issued in January 2023 had been met. Confirmation had been received from Durham County Council that its Cabinet had approved the write off in relation to Wellfield School's historic debt. In addition, the governance review undertaken by the National Governance Association (NGA) had been completed and the ATB had received a presentation on the findings from the reviewer when it met earlier in the day. The Committee were provided with a copy of an email including the minute extract from the meeting for review and noted that the reviewer *'confirmed that Governance and systems are strong and robust and that she is satisfied that the existing governance arrangements support expansion, and there are no significant risks identified in terms of Governance.'*

Members asked about the ATB discussion on the governance review and noted that in addition to confirming that governance and systems at the Trust were strong, the reviewer highlighted

strengths in procurement, value for money, finances, Trustee support and challenge and a clear vision and strategy. The areas for improvement were issues of which the Trust and Committee were already aware and related to succession planning for the ATB Chair, separation in tiers of governance and the need to align the vision, values and mission in the context of potential inclusion of primary schools as part of future growth. Members asked about the extent of the issues raised and Karl confirmed they were not significant risks and were already being addressed. It was noted that the final report would be reviewed by the Trust, the Local Governing Bodies and attendees from Wellfield School at the forthcoming NCDAT Strategic Planning day.

Andy Collishaw presented the remainder of the report.

Overall there were no significant issues emerging from the due diligence process. Wellfield School had a balanced budget over the medium term and the requirement to produce a £200k annual surplus as a result of the historic debt had almost been achieved in the current year. On joining the Trust the budget would have a £40k surplus after top-slicing to contribute to the central team, but no additional reserves would be transferred.

There were some relatively new members of the School's leadership team including the Head Teacher and Deputy Head Teacher but the majority of the leadership team were experienced Assistant Head Teachers and had been with the school for some time. Governance at Wellfield was considered to be strong and this had been confirmed by Ofsted. There were no significant staffing issues but members noted there were differences between pay scales, terms and conditions and the annual cycle in relation to annual leave, incremental progression and the cost of living pay increase for support staff. Work was in progress to consider how to address these issues and members noted the need to achieve this in a way that ensured transferring employees suffered no detriment, in line with TUPE requirements. Andy advised that alignment would involve a one-off cost of £120k. There was a need to consider the wider context of similar issues arising with other schools joining the Trust in future and it was noted that Trade Unions had suggested aligning arrangements at the end of a period of growth. In response to a member's question, Andy confirmed that any new staff recruited to Wellfield would be appointed on Trust terms and conditions. A reduction in the Local Government Pension Scheme employer contribution rate from 19.2% to 17.7% including Wellfield had been confirmed.

Academic performance of the School was strong, particularly in relation to maths and there was no expectation that this performance would change. The buildings had been maintained to a good standard and were a similar age to Consett and North Durham. There was a need for modification works totalling £363k with funding sources identified including a contribution of £80k from Durham County Council to fund boiler replacement works. The

vision and values of the school were aligned with NCDAT and members noted that as part of the expansion Wellfield would join NCDAT on the standard master and supplementary funding agreements. Consett Academy would also transfer onto the same agreements, as requested by the Regional Schools Commissioner (RSC).

Members had a wide-ranging discussion which considered a breakdown of the remaining £200k surplus (which encompassed the top-slice contribution to the central NCDAT team and Service Level Agreement), staffing moves to build capacity and resilience in the central team, the factors underpinning the assessment of strong governance at Wellfield, the relationship between the leadership team and governors, the extent of improvement required in the areas identified, the improved quality of education at Wellfield and NCDAT resulting from the existing partnership and the sustained improvement in Wellfield's academic performance, the benefits each party would bring to and receive from the proposed arrangements, the potential impact on Consett and North Durham Academies and the drivers and focus of the NCDAT external governance review in contrast to the previous review.

Members noted that the proposed changes to the Articles of Association would be considered at a separate meeting of the Trust members, but that feedback from the meeting would be shared with the Committee. Members also highlighted the RSC's previous comments on tiers of governance and the importance of strengthened governance arrangements to support sustainability of the Trust and its capacity to expand.

Members expressed concern in relation to the historic deficit and noted that this resulted from a combination of falling rolls and substantial expenditure on school improvements over a number of years after provision was assessed as inadequate. It was acknowledged that any similar situation in future would represent a reputational rather than financial risk to the College, however members received assurance from the recent financial position in which a significant contribution had been made to reducing the debt over the last three years at the same time as maintaining the significantly improved standards at the School. Members were advised that the senior team at NCDAT provided checks and balances on the finances and the Trust's sub-committee arrangements would ensure that any future deficit would be examined in detail with time over the year to make any necessary adjustments to address the position. It was also noted that at NCDAT curriculum planning was integrated across the academies giving additional scope to generate efficiency savings. Members asked about the capacity of Wellfield and noted this was 1081 with 10% further headroom.

In response to a member's question about the potential consequences if the Committee decided against including Wellfield Karl advised that it would make it difficult to ask the RSC to support

growth in relation to any other schools in future and therefore generate a wider discussion on the College’s involvement in NCDAT. It was noted that the Committee had discussed potential growth previously and concluded it was not appropriate for the Trust at that time however the current proposal was supported by a due diligence exercise that had not raised any significant issues, the debt was being written off, NCDAT governance arrangements had been assessed as strong and there was clear alignment between the vision and values of Wellfield with NCDAT. Members noted the discussion at Corporation in September had reaffirmed the College’s commitment to the role of Lead Sponsor of NCDAT and supported the exploration of growth, and that the question for the Committee was whether members (at the higher quorum of four) were satisfied that a robust due diligence process had been undertaken. Members felt that from both an NCDAT and College perspective there had been a robust due diligence process giving further evidence and assurance including the external condition survey, review of finances and curriculum and staffing arrangements identifying any issues needing to be addressed. It had also demonstrated the issues likely to arise with other maintained schools so had also been useful in the context of future growth. It was noted that the ATB had discussed the likely impact on the existing academies and concluded that the addition of Wellfield would add value and ultimately benefit young people at all three institutions. The ATB discussion had not raised any significant concerns and the Board had agreed to Wellfield’s inclusion, subject to the approval of the Academy Sponsorship Committee.

**Members noted the contents of the report and after careful consideration agreed to approve the inclusion of Wellfield School into New College Durham Academies Trust.**

It was noted that the Committee’s decision would be reported to the next meeting of Corporation on 25 May 2023. KF

**23/07 Any other business**

None.

**23/08 Date of next meeting**

Karl Fairley advised that a meeting of the ATB was scheduled for 2 May 2023 to consider exploring further growth opportunities and another meeting of the Academy Sponsorship Committee would be arranged shortly afterwards. KF/  
Corp  
Sec

Signed.....Date.....