

DIOCESE OF ARUNDEL & BRIGHTON



**DIOCESE OF
ARUNDEL &
BRIGHTON
EDUCATION SERVICE**

**DIOCESAN ACADEMY
STRATEGIC BOARD**

**DIOCESAN APPLICATION FORM FOR
CONDITIONAL CONSENT FOR SCHOOLS
BECOMING ACADEMIES AND FOR SIGNIFICANT
CHANGES TO AN EXISTING ACADEMY OR
ACADEMY TRUST**

The Decision to Convert to Academy Status

The purpose of this form is to provide guidance to intending converter schools by setting out factors that a Governing Body will need to consider before making a commitment to convert to Academy status and by summarising the Academy conversion process. A Diocesan Application Form is also attached. This is the official form on which the School should make its application for conditional consent to Academy conversion from the Bishop and the Diocesan Trustees.

This form also provides guidance to existing academies/academy trusts who are considering making a significant change to their existing arrangements. Academies wishing to make certain changes are required to seek the consent of the Bishop and the Diocesan Trustees before consulting more widely on those changes and seeking the approval of the Secretary of State for Education. Any application for consent will be considered by the Diocesan Academy Strategic Board, set up by the Bishop to assist the Diocesan Education Service in their role providing support and oversight of the Academies. More detail on what changes require consent is set out in the section below headed "Making Significant Changes to an Academy" but includes a school joining an existing academy trust or transferring from one trust to another, as well as a change in sponsorship arrangements (where relevant).

Each School intending to convert to Academy status by joining an existing cluster multi academy trust or collaborating with another School or Schools to set up a cluster multi academy trust must submit the Diocesan Application Form. Where Schools are seeking to establish the cluster multi academy trust (i.e. they are the first Schools in the Diocesan approved clusters seeking to become academies), a joint application should be submitted.

Factors which the School needs to consider before resolving to become an Academy under a Cluster Multi Academy Trust:

1. How will conversion benefit the School in terms of teaching and learning? Will it enable the School to fulfil its mission as a provider of Catholic Education more fully?
2. Does the School/Academy Trust have the resources with which to support the conversion process? The conversion process is likely to take up to three months, maybe longer, particularly if the School is to be a sponsored academy. We recommend that work related to academy conversion is delegated to a subcommittee of the Governing Body and the Academy Trust, the latter if the Academy Trust has already been established.
3. Has the Governing Body given consideration to the costs, benefits and potential risks (particularly financial risks) that it will face as an Academy and the implications of being part of a Cluster Multi Academy Trust? Where the School is joining an existing Academy Trust or the Academy is to be sponsored, what due diligence has been undertaken by the Academy Trust and how is support to the Academy to be provided and funded, both in the short term and to secure sustainable improvement? A robust business plan may be required. Additional grants for the development of the Academy Trust and for sponsorship may be available and further information can be obtained from the DfE.
4. Is the School/Academy Trust satisfied that proper management structures will be in place and regularly reviewed (i.e. financial, risk management and school improvement support)? The School/Academy Trust will need to put buildings insurance in place on terms approved by the Diocesan Trustee.
5. Has the School/Academy Trust consulted with relevant stakeholders and is the Governing Body satisfied that there is a positive response to the idea? Relevant stakeholders include the following: other schools, including where relevant, those already part of the Cluster Multi Academy Trust; parents; students; Local Authorities; Director of Education of the Diocesan Education Service; any Foundation or Religious Trust; and the Parish Priest.

6. Has the School given thought to specific issues that might affect the process for conversion such as; ongoing capital projects (including expansion funded by the Local Authority), BSF, PFI, PSBP or Targeted Basic Need, loans and deficits, known land issues including outstanding statutory transfers, leadership changes, any staff restructuring and the impact on existing contracts and supplier relationships which might be affected by joint working through a multi academy trust?
7. What impact will this proposal have on any school which you support or you are supported by, which schools will be affected?

The Bishop and the Diocesan Trustees expect schools becoming academies to convert using the “multi academy trust” model, with schools working together in clusters. The Diocesan Trustees feel that there are considerable long term benefits in the formal collaboration offered as a multi academy trust, including that it will:

- a. enable more targeted support to be provided to weaker schools through the transfer of skills and the sharing of capacity with stronger schools as well as through working with a strategic school improvement partner;
- b. encourage the pooling of resources and a focus on the shared procurement of goods and services will lead to efficiencies and cost savings;
- c. allow the schools to communicate through one voice, strengthening the negotiating position whether that be with suppliers, Unions or with the Department for Education;
- d. promote consistency and the development of good practice through the appropriate setting of policy and through common training;
- e. provide greater opportunities for working together, enabling more emphasis to be placed on career development and progression;
- f. strengthen the focus on Catholic education and the needs of Catholic families;
- g. help schools to focus on the transition from one phase of education to another and by providing an accessible platform for the sharing of information, enabling more targeted support to be provided to individual pupils;
- h. reduce corporate and administrative costs as there will be a need to prepare only one set of accounts;
- i. help to avoid unnecessary bureaucracy by ensuring that the academy trust adopts the principle of “subsidiarity”, namely that decisions are to be taken at the level nearest to those affected by those decisions;
- j. help to reduce the risk of failure by ensuring there is clear accountability at the trust management level and develop robustness through having clear risk management, appropriate challenge and necessary provision for contingencies.

Schools should indicate what discussions have taken place locally with other Schools working in a cluster and how they see these benefits translate into a formal strategy or “business plan”. The expectations and requirements of the Bishop and the Diocesan Trustees (supported by the Diocesan Education Service and the Diocesan Academy Strategic Board) of those involved in running an Academy and a Multi Academy Trust are formally set out in the Diocesan Memorandum of Understanding. Details (including CVs) of those whom it is proposed should serve as “Foundation Directors” and “Foundation Governors” must be supplied with the Application Form. Further information can be obtained from the Director of Education.

Diocesan Requirements for Converter Schools and Sponsored

Academies

Conditional Consent

Should the School decide that conversion is the right decision or it has been agreed as part of an improvement plan that the appropriate way forward is for the School to become an Academy and the Diocesan Academy Strategic Board is in agreement with the decision, the Bishop and the Diocesan Trustee will issue their conditional consent to conversion and/or sponsorship in the form of a letter to the Chair of Governors of the School (or Schools where a new Multi Academy Trust is to be formed) and, if appropriate, the Chair of Directors of the established Multi Academy Trust. The conditions appended to the consent are that the School/Academy Trust use the Diocesan agreed form of documentation and follow any guidance or specific requirements set by the Diocesan Education Service or the Diocesan Academy Strategic Board.

The documentation is as follows:

- 1) Articles of Association and Scheme of Delegation. These will form the “constitution” of the Academy Trust that will operate the Academies. The Articles state the object of the Academy Trust and provide for the powers and duties of the Directors appointed to carry out the business of the Trust. The day to day responsibility for running the Academy will remain with the Head Teacher with governance oversight being delegated to a “Local Governing Committee”. There is no limit on the number of Schools who can collaborate in this way, but the application should contain an indication of the strategic plans for the Academy Trust. The detail of the delegated responsibilities will be set out in a “Scheme of Delegation”, a template for which has been developed by the Diocesan Academy Strategic Board and which the Academy Trust is expected to use. Any significant changes to the Scheme of Delegation must be approved by the Diocesan Academy Strategic Board.
- 2) Church Supplemental Agreement. This document is the agreement between the Academy Trust, the Bishop, the Diocesan Trustee and the Secretary of State and states that the School can continue to use the land for academy purposes and the School/Academy Trust will secure necessary insurance or risk protection cover in respect of land.
- 3) Funding Agreement. This is the contract between the Secretary of State and the Academy Trust whereby the Academy Trust agrees to run an academy in return for funding from the Secretary of State. A Master Funding Agreement will be put in place with a Supplemental Funding Agreement to deal with the School specific matters. The Supplemental Funding Agreement reinforces the School's designation as a Catholic school. The Master Funding Agreement permits the pooling of academy funding as well as allows the Academy Trust to carry forward surpluses, avoiding the risk of funding clawback.
- 4) Diocesan Memorandum of Understanding. This is a document that captures the relationship between the Diocese and the Academy Trust through their respective representatives in their capacity as Members of the Academy Trust and more widely under Canon Law. It is designed to protect the Catholicity of schools in the Diocese, maintain the status quo and foster a family of Catholic schools. It is legally binding upon the Members and the Directors of the Academy Trust (as well as the Governors of the Schools) and any Director or Governor upon appointment (whether appointed by the Bishop or not) will be expected to sign an undertaking to the Bishop to uphold the objects of the Academy Trust and the commitments made by the School/Academy Trust in the Memorandum of Understanding.

Operational Matters

Academies will continue to be subject to the authority of the Bishop and must comply with the usual Diocesan policies and guidance issued from time to time by the Diocesan Education Service.

MAKING SIGNIFICANT CHANGES TO AN ACADEMY

Academies or Academy Trusts may be considering making changes to the existing arrangements. Certain changes will require the consent of the Secretary of State as well as Diocesan consent. The table below sets out a range of typical changes and the consents required. Where both the consent of the Diocese and the EFA is required, the consent of the Diocese must be obtained first before any approach to the EFA/DfE. In some cases, such as changes to the Articles, changes can only be effected by the Diocese.

As well as the Diocesan Memorandum of Understanding which provides more detail as to when the consent of the Diocese is needed, Academies and Academy Trusts should refer to the DfE guidance entitled "Making significant changes to an existing academy" and the Academies Financial Handbook, issued annually by the Education Funding Agency. Academies/Academy Trusts should bear in mind that the EFA will usually require a business case to support the change and evidence of consultation, including consultation with and the approval of the Diocese.

	Significant Change	Approval of the Bishop and the Diocesan Trustee (via the Education Service with the support of the Diocesan Academy Strategic Board)	Approval of the EFA
1	Changes to age range of pupils, e.g. adding or removing a nursery or sixth form	✓	✓
2	Change of gender composition, e.g. single sex to co-educational	✓	✓
3	Changes to the PAN (without enlargement of the physical capacity of the school premises)	✓	x
4	Change in admissions criteria	✓	x
5	Minor enlargement of the premises involving capital expenditure (meaning an increase in capacity which is not significant - see below)	✓	x
7	Significant enlargement of the premises involving capital expenditure (meaning an increase in physical capacity of more than 30 places and which is at least 25% of existing capacity or more than 200 places)	✓	✓
7	The carrying out of any capital works	✓	x
8	Amalgamation of two academies	✓	✓
9	A VA school joining an Academy Trust	✓	✓
10	An Academy leaving one Academy Trust to join another Academy Trust	✓	✓
11	Acquisitions and disposals of property (other than	✓	✓

	Significant Change	Approval of the Bishop and the Diocesan Trustee (via the Education Service with the support of the Diocesan Academy Strategic Board)	Approval of the EFA
	temporary lettings)		
12	Changes to the Articles of Association which are not “regulated alterations” (see below) or are provisions relating to the members or directors of the Academy Trust (NB. restrictions on academy trusts in the Funding Agreement)	✓	x
13	<p>Changes to the Articles of Association which are “regulated alterations” i.e.</p> <ul style="list-style-type: none"> • changes to the objects clause • changes which affect what happens to the charity’s property on dissolution • changes which authorise the charity’s funds to be used to benefit the directors/members or persons or organisations connected to them (including paying directors) <p>These are changes regulated by the Charity Commission pursuant to the Charities Act 2011 and as well as EFA consent, the consent of the Charity Commission must be obtained.</p>	✓	✓
14	Changes to the Articles of Association which affect the members and directors/trustees i.e. changes which are restricted by the Funding Agreement	✓	✓
15	Changes to the religious designation or the Catholic character of the Academy	✓	✓
16	Change to the status of the School. i.e. a change from academy status to VA or any other status of school (theoretically possible but extremely unlikely)	✓	✓
17	Proposal to enter into a transaction which is considered either unusual or is likely to incur significant expenditure.	✓	✓
18	Change of insurers for property and buildings insurance	✓	x
19	Borrowing and the provision of indemnities and guarantees	✓	✓

Costs

The School/Academy Trust will be responsible for all Diocesan costs, including any costs for approvals not involving academy conversion. The Diocese has been anxious to keep costs as low as possible and has not employed external consultants (other than legal advisors) or new staff members with this in mind. The standard charge for approval to conversion per converter school (including a school seeking to join an existing Academy Trust) is £5,000 which will cover a proportion of the legal costs funded by the Diocese in developing templates to support the academy solution. The work carried out by the Diocesan Education Service and the Diocesan Academy Strategic Board, whilst primarily designed to satisfy the requirements of the Diocesan Trustee, should help Schools in making decisions and understanding the implications of those decisions and reduce individual conversion costs. The Diocese has sought to build on the experiences of other Catholic Dioceses and guidance issued by the Catholic Education Service to ensure best practice is adopted. Additional costs may be sought if conversion is unduly complex, however, this is unlikely, particularly if the Diocesan templates are adopted.

By submitting this application, the School accepts the responsibility to pay this cost and will agree to do so when the School receives its conversion grant of £25k from the DfE following the grant of the academy order (notwithstanding the application may be a joint application by a number of Schools).

Where a request for consent to a significant change is submitted, the Diocesan Education Service will confirm any applicable fee.

The School/Academy Trust will incur its own costs, including legal costs, in becoming an academy and preferential rates have been agreed with Winckworth Sherwood on terms agreed through Churchmarketplace. For further details, contact:

Andrea Squires
Partner
Winckworth Sherwood
Direct Line 020 7593 5039
Email asquires@wslaw.co.uk

Once conditional consent has been obtained (if not before), Andrea Squires will write to the School/Academy Trust to confirm the full scope of work and next steps.

The Conversion Process and Template Documents

More information, including copies of template documents, can be obtained from the Winckworth Sherwood Catholic Schools Portal at <http://extranet.wslaw.co.uk/wsacademies/> or by talking to the Diocesan Education Service.

The Academy Conversion Process

1.	Initial consideration and due diligence undertaken by School/Trust. Each school must consider how the conversion will benefit their Catholic Ethos and consult widely to ensure support within their own community. It is also important to consider how the academy model will benefit all Catholic schools in the area.
2.	Governing Body passes resolution to convert to Academy status.
3.	Request by School/Academy Trust for Conditional Consent sent to Diocese (Education Service).
4.	Conditional Consent from the Diocesan Trustee sent to School/Academy Trust. Diocesan Education Service notify Winckworth Sherwood.
5.	Diocese to send a copy of the Instrument of Government and Title Deeds for whole School Site/ Site plan to Winckworth Sherwood.
6.	Application sent to DfE by School.
7.	Winckworth Sherwood write to School/Academy Trust to confirm fees and scope of work and next steps and School confirm instruction to proceed (if not already done).
8.	The "In Principle" Academy Order is issued. DfE Grant Application Form sent to DfE from School/Trust.
9.	Winckworth Sherwood to send the School/Academy Trust an Issues Checklist which serves as a detailed programme for conversion from the School's perspective. Winckworth Sherwood to guide School/Academy Trust through initial consultation, including TUPE.
10.	Establish Academy Trust Company (if appropriate); Winckworth Sherwood to draft company incorporation documents. School/Education Service to agree Articles of Association and Memorandum of Incorporation. Electronic signature details to be provided by School(s) for initial Directors.
11.	Funding Agreements, Commercial Transfer Agreement, Church Supplemental Agreement (and any land transfer or lease) to be drafted by Winckworth Sherwood. Full report on documents and conversion to be provided by Winckworth Sherwood to the Schools/ Academy Trust, the Diocesan Trustee and Director of Education.
12.	Execution of Documents. School/Trust to execute Funding Agreement(s), CTA (and Land Transfer/Lease if necessary) and Church Supplemental Agreement. WS to organise this process.
13.	Execution of Documents: Bishop and Diocesan Trustee to execute Church Supplemental Agreement. WS to organise this process.
14.	The Academy Order is issued – Academy Conversion achieved.
15.	Draft minutes for first Academy Trust Board meeting and first Academy Local Governing Body meeting issued by Winckworth Sherwood to assist with formal aspects.
16.	Academy Trust Directors and Academy Governors to provide undertakings to the Bishop and Diocesan Trustee. Winckworth Sherwood to provide draft wording.
17.	Documents Bible to be provided by Winckworth Sherwood to Diocese and School/Academy Trust. The Bible will include the Articles, Funding Agreement(s), Church Supplemental Agreement, Commercial Transfer Agreement(s) and land documents.

	Action by School
	Action by WS
	Action by Diocese
	Action by DfE

Academy Application Form

NOTES:

All Schools should complete Section A.

Schools applying jointly to establish the Cluster Multi Academy Trust should also complete Section B.

Schools applying to join an existing Cluster Multi Academy Trust should also complete Section C.

The form should be signed by the Chair of Governors of the School and submitted to the Diocesan Education Service. Where follow up information is required, this will be communicated to either the Chair or Headteacher.

Section A

We, the governing body of (insert name of school) make an application to the Bishop of the Diocese of Arundel & Brighton and the Diocesan Trustee for conditional consent to convert to Academy status.

With this application form we attach the following:

1. Evidence and outcome of consultation with relevant stakeholders.
2. A copy of the Governing Body resolution deciding to convert to academy status.
3. Evidence to demonstrate that the Governing Body has considered the costs, benefits and potential risks of Academy status and the implications and opportunities that come with collaboration. As a guide the School should seek to address the following questions:
 - a. Please describe how conversion to academy status will assist the School to fulfil its mission as a Catholic School.
 - b. Please describe how conversion to academy status will assist the School in its provision of teaching and learning.
4. A completed Due Diligence Questionnaire (with supporting evidence).
5. A copy of the School's draft application to the DfE with any accompanying detail.

Section B

In support of our application to become an academy in collaboration with other Schools under a Cluster Multi Academy Trust which has yet to be established, we confirm the following (each School making a joint application should provide the same detail and submit their applications together):

1. Names of the other Schools making this joint application:
 - a. []
 - b. []
 - c. ...
2. Proposed or working name of the Cluster Multi Academy Trust (the approval of the Bishop will be required to the final name).

[]

3. Details of the discussions that have taken place with the other Schools in the proposed cluster who are not part of this application and an indication of how the Schools initially seeking to establish the Cluster Multi Academy Trust seek to accommodate the needs of Schools who may join later.
4. A draft business plan for the Cluster Multi Academy Trust which deals with the following:
 - a. Details of the persons who will form the Trust Board, together with an indication of their skills and experience and suitability for undertaking the role of a Foundation Director of the Academy Trust (the usual Diocesan Foundation Governor application form will need to be completed where prospective Foundation Directors are not already Foundation Governors);
 - b. Any proposal at this stage as to who will serve as the Chair of the Academy Trust;
 - c. Proposals demonstrating that the Academy Trust Board will have persons with the following preferred skills and experience (HR, Legal, Business and Finance as well as relevant Education experience);
 - d. Any proposals for filling vacancies on the Academy Trust Board (focussing specifically on any skills or experience gaps);
 - e. Proposals for the growth of the Cluster Multi Academy Trust (how will other schools be encouraged to join and supported if need be);
 - f. Details of any proposed executive leadership of the Cluster Multi Academy Trust (who will be the Accounting Officer? who will be the Chief Financial Officer? (both roles required to be filled under the Academies Financial Handbook – see the Diocesan template Scheme of Delegation for more information) is it proposed that the Headteachers will serve on the Academy Trust Board? some or all? if none, how will strategic leadership be effected?);
 - g. Details of the financial arrangements (has a Trust budget been developed? what proposals are there for a “top slice”? what consideration has been given to the common services within the Trust i.e. HR, payroll, auditing, financial management software and other services traditionally provided by the LA? has a contingency or reserves policy been discussed/agreed? have any financial weaknesses been identified in the proposals/schools?);
 - h. Details of any additional school improvement support (if needed), over and above what might be available within the Schools making the application.
5. Proposed programme for establishing the Cluster Multi Academy Trust and the Schools becoming academies.

Section C

In support of our application to become an academy by joining an existing Cluster Multi Academy Trust, we confirm the following:

1. Name of the Cluster MAT you will be joining;
2. Letter from the Cluster MAT Trust Board acknowledging the Governing Body resolution and the application to the Diocese and confirming its commitment to support the School through the conversion process.
3. Details of any specific support that may be required to deliver the School's development plan and how this is to be secured.

We acknowledge that we will need to abide by the commitments set out in the Diocesan

Memorandum of Understanding once the School becomes an academy and that this document will be legally binding upon the Academy Trust and the Academy.

.....

Signed by the Chair of Governors on behalf of the Governing Body of the School

Dated:.....

Please send the completed form to Marie Ryan (Marie.Ryan@dabnet.org).