

Analysis of responses to the consultation on establishing the CSLP as a legal entity

1. Purpose

- 1.1. This appendix sets out the consultation process and findings for proposals to establish the Camden Schools Led Partnership (CSLP) as a legal entity.

2. Consultation process

- 2.1. The consultation period ran for a period of eight weeks, from Thursday 24 December to Thursday 18 February 2016. The consultation was targeted at headteachers, governors and key partner organisations. A [consultation document](#) was developed outlining the consultation proposals and reasoning for the proposals (including options that were considered and not put forward as the recommended approach). The consultation document made available online (on [wearecamden](#) and the [Camden Traded Schools Services](#) website).
- 2.2. The following mechanisms were used to seek the views of headteachers, governors and key partner organisations:
- **Online Survey:** Made available on [wearecamden](#).
 - **CSLP Next Steps Conference:** Held on 15th January 2015 with headteachers, governors, and key partner organisations to discuss and provide feedback on the consultation.
 - **Surgeries.** Two held in total for headteachers, governors and key partner organisations to have one to one discussions with the Council and legal adviser on the consultation.
- 2.3. In addition, the consultation was promoted with headteachers, governors, and key partner organisations via targeted emails and promotion at regular meetings (such as meeting of primary and secondary headteachers). There were also meetings and conferences with headteachers and governors before the consultation was released. Discussions at these early meetings and conferences fed into the development of the proposals put forward in the consultation document. During the consultation, Questions and Answers were also made available on the [Camden Traded Schools Services](#) website.

3. Consultation responses and analysis

Number of participants

- 3.1. The following consultation responses were received
- **Online Survey:** In total, 42 responses were received, made up of 27 headteachers (64%); nine from Chairs reflecting the view of the full Governing body (22%); five from governors (12% in total); and one from a university (2%).
 - **CSLP Next Steps Conference:** Attended by 101 people in total, made up of Chairs, governors, headteachers, key partner organisations and other interested

parties. PowerPoint slides are available on the [Camden Traded Schools Services](#) summarising feedback from this conference. This was well attended with 39 schools participating.

- **Surgeries.** Attended by four governors in total.

3.2 The various mechanisms outlined above resulted in most schools (53 out of 62) having a say about the proposals.

3.3 The key findings and themes provided via the above mechanisms, and responses to these, are outlined below. The below findings and themes follow the structure of the online survey. The findings show that overall, there is support for the consultation proposals.

Establishing the CSLP as a Legal Entity

Findings

Questions	Break down of responses		
	Response	Percentage	Number
Do you agree in principle that the CSLP should be established as a legal entity?	Yes	95%	40
	No	0	0
	Not answered	5%	2
Summary of feedback received <ul style="list-style-type: none"> • Overwhelming support received to the CSLP being established as a legal entity. • Proposal is realistic and allows time for the CSLP to become established. It is also a very cohesive approach to ensuring all schools work together on shared aims. 			

Response

3.4 In response to the high level of support given, **it is proposed that work progresses to establish the CSLP as a legal entity.**

Establish the CSLP as a Company Limited by Guarantee

Findings

Questions	Break down of responses		
	Response	Percentage	Number
Do you agree that the CSLP should be established as a company limited by guarantee, which would also be a school company?	Yes	83%	35
	No	10%	4
	Not Answered	7%	3
Summary of feedback received <ul style="list-style-type: none"> • Agree as long it does not preclude it from becoming a charity. • Not convinced that the relative merits of being a company limited by shares have been 			

Questions	Break down of responses		
	Response	Percentage	Number
explored.	<ul style="list-style-type: none"> It should be set up as a charity or trust. 		

Response

Establishing a charity or trust instead

- 3.5 While the consultation feedback shows a high level of support to establishing the CSLP as a company limited by guarantee, some respondents suggested that the CSLP should instead be set up as charity or trust. The next section outlines a response on whether the CSLP should become a charity. In relation to whether the CSLP should become a trust, in fact a company limited by guarantee established for a community purpose with no power to distribute profit is a form of trust and so this query has been addressed.

Establishing a company limited by shares instead

- 3.6 Some respondents have raised a preference for the company to be limited by shares. **It is considered that a company limited by guarantee, however, is the most appropriate type of company for the CSLP - better serving the purpose and nature of the CSLP.** Where profits are not to be distributed (with the value therefore being reinvested back into the company), as is anticipated for the CSLP, a company limited by guarantee provides a more typical framework for persons to work together, and the constitution of the company (the Articles of Association) can be used both to capture the mission of the company (its fundamental object or purpose) and to regulate how the company is to be operated.
- 3.7 This flexibility is helpful where a large number of persons (in this case the governing bodies of schools) are coming together in a joint venture with a shared set of principles and objectives which promote a greater good and wider community benefit (as is the case with the proposed CSLP company). The capturing of this social purpose and public benefit is also why companies limited by guarantee are typical vehicles for charitable organisations. It is noted that a company limited by shares presumes that there is a distribution of at least some of the profits of the company by way of dividend (which isn't anticipated in the case of the CSLP). The shares provide a mechanism for the distribution of those profits. **It is therefore proposed that that work progresses to establish the CSLP as a company limited by guarantee.**

Should the CSLP Company Register as a Cooperative, Charity or Both?

Findings

Questions	Break down of responses		
	Response	Percentage	Number
Do you agree that the CSLP should not register as a charity at this stage?	Yes	74%	31
	No	21%	9
	Not Answered	5%	2
Summary of feedback received <ul style="list-style-type: none"> • Becoming a charity could bring funding and income generating opportunities only available to charities. • Becoming a charity could facilitate working with other educational charities on school improvement projects. • Charitable status is necessary for the academy option. 			
Do you agree that the CSLP does not become a cooperative, and instead, as a company limited by guarantee, it writes into its articles of association that it is not for profit, exists for the mutual benefit of members and the community, and is guided by the cooperative principles?	Yes	98%	40
	No	0	0
	Not Answered	2%	1
Summary of feedback received* <ul style="list-style-type: none"> • Charity is the preference. • It is important that the CSLP is able to reflect all stages of the education system in Camden including those outside Primary and Secondary Schools such as early years. 			

Response

Establishing a charity

- 3.8 While most responses indicate agreement that the CSLP does not initially register as a charity, some respondents indicated a desire to set up the CSLP company as a charity straight away. Some responses also highlight queries in relation to how a charity is set up and would operate.
- 3.9 In response it is **proposed that clear information and communication is provided to headteachers, governors and key partner organisations to increase understanding of charitable status.** This would particularly include clarifying that a charity is not a legal entity in itself but is a 'status' awarded to a legal entity. Therefore a CSLP company limited by guarantee could choose to register as, and adopt the 'status' of, a charity at any point. Becoming a CSLP company limited by guarantee would not prevent it from registering as a charity. As noted in paragraph 3.6, companies limited by guarantee are in fact typical vehicles for charitable organisations.
- 3.10 In light of the above, **it is proposed that work occurs alongside setting up the CSLP company on considering and preparing for the company to register as a charity.** This will mean that the company can register as a company as soon as possible (as considered appropriate), after it is set up. This recognises that while

responses expressing a desire for the CSLP to register as a charity straight away were in a minority they are important and represent a strong view.

- 3.11 Charities are regulated by the Charity Commission who seek to ensure that any venture purported to be charitable does in fact provide a public benefit. The provision of education has been long recognised as a charitable purpose. It is noted that for the proposed CSLP company to be registered as a charity, it would need to demonstrate to the Charity Commission what the purpose of the CSLP is and how the CSLP company generates funding. The extent to which the proposed CSLP company may be trading rather than simply providing a public benefit is a complicated question. Further technical advice would therefore be needed ahead of registering the CSLP as a charity. For this reason it is better that the CSLP company does not initially register as a charity but considers this after the company is formed, and its day to day operations become clear.

Academy sponsorship

- 3.12 Responses indicate a perception that the company must be a charity to become an academy sponsor. It is noted that the policy landscape is changing, with the possibility that schools would be further encouraged, or required, to become academies in the future. While this needs careful consideration, the specific government requirements and proposals related to this are still uncertain.
- 3.13 A key reason for establishing the CSLP as a legal entity is to ensure the long-term stability and effectiveness of the partnership into the future in relation to school improvement. It is therefore considered that becoming an academy sponsor should not be a driver for what legal form the CSLP should take. The consideration of whether, and what type, of academy sponsor(s) are required in Camden should be addressed separately to setting up the proposed CSLP company. **It is therefore proposed that proposed CSLP the company is set up to achieve its core purpose and vision (related to school improvement). Alongside this separate work can occur to assess whether, and how, an academy sponsor(s) is set up in Camden, once such requirements are further known.**

Membership and Governance Structure

Findings

Questions	Break down of responses		
	Response	Percentage	Number
Do you agree that all state schools in Camden are given the opportunity to become CSLP company members?	Yes	95%	40
	No	0	0
	Not Answered	5%	2
Questions	Break down of responses		
	Response	Percentage	Number

Questions	Break down of responses		
	Response	Percentage	Number
Summary of feedback received <ul style="list-style-type: none"> Clarity needed on what is meant by 'state school' e.g. does it include free, academy, and voluntary aided, and exclude private schools? Will membership be open to early childhood centres? There should be no financial commitment other than a nominal charge as required to become a company. 			
Do you agree that each member school should each have one vote?	Yes	90%	38
	No	7%	3
	Not Answered	2%	1
Summary of feedback received <ul style="list-style-type: none"> There's an imbalance between primary and secondary schools. Voting should be proportional. Perhaps do 50% for primary and 50% for secondary. 			
Do you agree with the proposals to establish a board of non-executive directors, comprised of the following directors? <ul style="list-style-type: none"> Two secondary school representatives Two primary school representatives One special school representative Two local authority representatives One independent chair One finance expert Any additional representatives as are required and agreed	Yes	83%	35
	No	10%	4
	Not Answered	7%	3
Key feedback: <ul style="list-style-type: none"> Appointments could be fixed term but not all of the same duration to ensure that there is continuity. Could elect them in waves. One year appointments are too short. Representatives should be committed to the Camden community of schools and have a record of effective partnerships and sharing good practice with other Camden schools. Should be vetted to ensure they have no conflict of interests. Needs more representation e.g. from early years, from head teachers. More independent directors needed. Query around roles e.g. what is the status of the finance expert, who decides what additional representatives are required, and what powers do they have Lack of clarity on the language used – directors and representatives are different roles with different status. 			
Do you agree that the board of non-executive directors, with the agreement of members, should appoint an independent chair?	Yes	90%	38
	No	5%	2
	Not Answered	5%	2
Summary of feedback received <ul style="list-style-type: none"> Comments were in favour of this. Should be done swiftly so the Chair can oversee any new appointments. 			

Response

- 3.14 While most respondents indicated support for the proposed membership and governance structure, a number of key queries were raised as outlined below.

Who are CSLP company members?

- 3.15 Respondents sought clarification on what is meant by a 'state school' (given all Camden 'state schools' are proposed to be given the opportunity to become company members). In response, it is proposed the clear **information and communication is provided to headteachers, governors and key partner organisations to clarify the term 'state schools' and who can become a member of the proposed company.**
- 3.16 The reference to 'state schools' refers to the following schools in Camden, which could become CSLP company members: maintained schools, including voluntary aided and voluntary controlled schools, academies and free schools. The term 'state schools' does not include independent fee paying schools, although once established, it would be open for the a new CSLP company to consider whether it wishes to open membership to other entities such as independent schools.

Should member voting be proportional?

- 3.17 While 90% of respondents agreed that each member school should have one vote, some concerns were raised that there is an imbalance between primary and secondary schools in the borough and voting should be proportional. While these concerns are acknowledged, it is considered that there is already a proportional system proposed through the original proposals.
- 3.18 The membership of the board is considered proportional through the make-up and election of the non-executive directors of the board where members of primary and secondary directors are equal (e.g. all secondary members vote in the secondary school board representatives, while all primary members vote in the primary school board representatives). This 'proportional' board would then have a role to make the prime strategic decisions for the CSLP, taking forward work on key matters that all members then consider at the AGM (for example, the CSLP business plan).
- 3.19 It is noted some respondents' queried whether membership is open to children's centres and other early year's settings. The consultation has been on a company limited by guarantee which is 'schools' company at this stage. It is not proposed therefore that early years organisations are included in the company. However once established, the new company could work with children centres as partners and appoint an early years director to the board if considered appropriate (next section refers).

Board make-up and appointments

- 3.20 Queries were raised in relation to the skills and representation required on the board. This included queries on who should be additional representatives of the board and how are they selected, and the status of the financial expert. **It is proposed that further information and communication is provided to clarify these points.**

- 3.21 It is considered that the board of directors would need to have the following skill sets: financial expertise, business management and leadership expertise, commercial expertise, school improvement and educational (including CPD) expertise, system leadership and governance expertise. These skill sets, to the extent not covered by the appointed secondary, primary, and local authority representatives, would need to be covered through the appointment of additional representatives (which would include for example individuals with a financial or accountancy background).
- 3.22 These additional representatives would be subsequently appointed by the CSLP Board after the elected representatives are appointed. The board may also invite proposals from key partners, or other educational representatives e.g. early years, to put forward individuals for appointment to the Board or to support the board on a co-opted basis. It is noted that the local authority representatives are proposed to be the Cabinet Member for Children and the Executive Director for Supporting People who may be represented by the Council's Education Director).
- 3.23 Some respondents also noted that appointments to the board should be longer than one year and should rotate. **In response it is proposed that board members are elected on a rotational basis for two and three year terms for continuity and in line with guidance issued by the Charity Commission.**

Company Purpose, Objectives and Trading Name

Findings

Questions	Break down of responses		
	Response	Percentage	Number
Do you agree with the proposed objectives and purpose for the company?	Yes	93%	39
	No	2%	1
	Not Answered	5%	2
Summary of feedback received			
<ul style="list-style-type: none"> • Even though there's agreement about the objectives, feel there's a lack of absolute clarity. • Should be stronger statements about the diversity of Camden's population (as a strength) and about harnessing the local context to develop partnerships (final bullet point specifies UK and global organisations but omits Camden ones, which seems a serious omission). • Highlighted that it does not include academy sponsorship. 			
Do you agree with the proposed company name?	Yes	93%	39
	No	0	0
	Not Answered	7%	3
Summary of feedback received			
<ul style="list-style-type: none"> • Keep the name but change the strapline. • Unsure what is meant by 'Camden Learning'. 			

Response

3.24 In response to the high level of support given, **it is proposed that work progresses with the company purpose, objectives and trading name as proposed above.**

How the CSLP might operate in the first year

Questions	Break down of responses		
	Response	Percentage	Number
Do you agree that the proposed CSLP company limited by guarantee should continue to work to its existing strategic plan and budget for its first year of operation?	Yes	90%	38
	No	7%	3
	Not Answered	2%	1
Summary of feedback received <ul style="list-style-type: none"> Some critical evaluation should be done of what is working well/what isn't in the partnership before a new body is formed, e.g. pricing, suitability of advisors, accounts, who supports schools and how. Clarity about the strategic plan needed. 			
Do you agree that the proposed CSLP company should be tasked with revising the CSLP strategic plan from 1st April 2017?	Yes	95%	40
	No	0	0
	Not Answered	5%	2
Summary of feedback received No specific comments.			
Do you agree that during the first year the company should be negotiating additional work from clients including the Council?	Yes	74%	31
	No	19%	8
	Not Answered	7%	3

Key feedback received

- Camden should look to bring in revenue from other schools to learn from our good practice and disseminate it across a wider community of schools.
- Company could look at working with alternative organisations outside the borough such as the CLPE for literacy in supporting teacher/school development.
- Vision, aims, values and working practices of the CSLP must be well established before it seeks further activity. Core aim must be to develop outstanding school improvement services in Camden.
- First year should focus on establishing the CSLP as an entity and on revising the strategic plan with a view to negotiating additional work as appropriate in line with the revised strategic plan once this is in place.
- It would allow the CSLP to know what is available and take it into account when reviewing the current plan.
- None of the examples listed in the consultation document are additional matters that the CSLP should be taking on in its first year. There will need to be negotiation by CSLP with Camden and other providers about how it will develop and be a sustainable body to meets its aims and

objectives.

- Agree as long as it is not to the detriment of the CSLP's primary purpose, Camden schools.
- Relationship with Council not clear. Would be good to see some model structures: chain of command; who leads on schools needing support; where responsibility for this would lie; where the business unit team would sit; how current LA roles would align with new Camden Learning.

Response

- 3.25 The consultation responses outline a range of suggestions for what / how the company should be negotiating additional work in its first year. This included suggestions that some critical evaluation should be done of what is working and concerns that the CSLP will overreach itself in the first year.
- 3.26 In response it is proposed that **communications highlight that the first action of the board would be to undertake a review of the strategic plan (in addition to developing a new plan from April 2017)**. This would also include the company developing plans on how to work with key partners. The new CSLP would then negotiate any additional work linked to the strategic plan and would need to carefully consider and negotiate additional work in its first year in line with this.