

CABINET

15 July 2025

FINANCIAL AND LAND AGREEMENTS RELATING TO THE CONVERSION OF WOODEATON MANOR SCHOOL TO AN ACADEMY

Report by Director of Children's Services

RECOMMENDATION

1. The Cabinet is RECOMMENDED to

- a) Approve the proposal for Oxfordshire County Council (OCC) to retain maintenance and repairs of Woodeaton Manor School building after it converts to academy status and until the lease is terminated, at an annual cap of up to £0.2m per annum, for a period of between 2-4 years until the school can be relocated to new accommodation, the maximum cost to the General Fund is £0.4m to £0.8m.
- b) Approve the proposed funding, subject to conditions, as detailed in the Annex, to support the Trust with adaptations to the building to meet the special educational needs and disabilities (SEND) requirements of current students.
- c) Approve an enhanced level of revenue funding for Woodeaton Manor School, as detailed in the Annex, starting on the date of academy conversion (scheduled for 1 October 2025) and being reviewed on an annual basis, with any changes taking effect from 1 April each year.
- d) Note the options relating to the land transfer set out in this report and to approve the delegation of authority to the Director of Children's Services, in consultation with the Director of Law & Governance and the Director of Property & Assets as appropriate, to finalise and execute the necessary documentation to meet the Department for Education (DfE) timescales for academisation. This includes the final decision relating to the transference of insurance excess costs in the case of negligence by the Trust employees, and the final processes relating to freehold transfer.

Executive Summary

2. Woodeaton Manor School is a foundation school without a foundation, catering for children with social and emotional difficulties and is set to convert to academy status on 1st October 2025 following the issue of Directive Academy Order, with Propeller Academy Trust (PAT) as the academy trust. Since 1 March 2025, PAT has been managing the school under an SLA agreement to bring about rapid school improvement. The Interim Executive Board (IEB) has retained governance responsibilities. This report outlines the strategic intention

for the school buildings, the proposal for OCC to retain maintenance responsibilities, and the financial implications of the transition.

Exempt Information

3. The financial information relating to this report is contained in an annex which is exempt from publication under paragraph 3 of Schedule 12A of the Local Government Act 1972, as it includes information relating to the financial or business affairs of the authority.

Background

4. Woodeaton Manor School received an inadequate rating in its 2023 Ofsted inspection. The inspection highlighted significant issues across various areas, including the quality of education, behaviour and attitudes, personal development, and leadership and management. Due to these findings, the DfE issued a Directive Academy Order in November 2023, meaning that the school is required to convert to an academy. In such circumstances, the DfE aims for the process to be completed within 6 months, but this varies according to the complexity of the conversion. With the current target conversion date of October 2025, Woodeaton will have taken two years to convert. The length of time is related to the complex property, finance and staffing issues related to the school.
5. The conversion aims to bring about necessary improvements by providing additional support and resources, ensuring better governance, and implementing effective strategies to address the identified shortcomings. The incoming academy trust, Propellor (PAT), will inherit higher than expected staffing expenditure as well as accommodation which requires significant investment both through a time limited increased top-up allocation per child and also through the proposed repairs and maintenance approach as detailed in this report.
6. The council wants any improvements to be rapid and sustainable in the long term, and in line with its policy of working with the sponsored academy, has established a service level agreement with the PAT starting 1st March 2025 until the date of conversion that will provide the opportunity for PAT to establish operational oversight, to better understand the school, to add staffing capacity and expertise to the school, and to initiate improvements that they have identified before the conversion date, in line with their vision for the school. This also allows the governance arrangements to return to a strategic function and avoid any unnecessary operational overlap.
7. Woodeaton Manor School is located in a 1775 Grade II* Listed manor house in a rural conservation area 7 miles outside of Oxford. The buildings have been used as a school since the 1950s, and the grounds cover 56,552sqm. Maintaining a Grade II* Listed building generates atypical revenue costs that exceed those of nearly all other schools. The current school accommodation is

not fit for delivering a modern curriculum for children with SEND. Urgent works to address key site security and health and safety issues from the inadequate Ofsted report in 2023 are being addressed by the Facilities team at a cost of c£1.7m and are progressing well.

8. The long-term intention is to relocate Woodeaton Manor School to a new purpose-built facility that meets DfE expectations. A potential site has been identified and discussions to secure the land as part of a lease agreement are ongoing and positive. Work is continuing towards enabling the land to be secured.
9. OCC Property team is already working on a high-level school design for an expanded school of 120 pupils, enabling OCC to address sufficiency demands for SEND places as well as re-locate Woodeaton school. Once the land is secured, a planning application can be submitted. Based on experience, this is likely to take around six to nine months to determine. It is hoped that the opening of the new school will be in academic year 2027/28; however, at this stage the timescale for this relocation cannot be completely confirmed, as some dependencies are beyond the county council's control, and a longer time period must therefore be allowed for.
10. In the meantime, PAT will require support to maintain the school's accommodation.
11. When the school is converted to an academy, OCC will retain freehold ownership of the existing Woodeaton Manor School site, and grant a lease to PAT. It is intended that proceeds from any future sale will help fund the new school. Other sources of funding for this include monies from the place priority fund for SEND from S106 contributions and high needs capital grant funding.

Proposals

12. In recognition of the exceptional building situation and the need to support PAT until the academy is relocated, it is proposed that OCC retain both planned and reactive maintenance and repairs of the building. A condition report commissioned by PAT and reviewed by OCC will guide the repairs, which will be limited to those that relate to Safeguarding and Health and Safety concerns only. PAT will be issued a standard 125-year academy lease by OCC with a break clause for relocation. A standard academy lease places the repair, maintenance and insurance obligations on the academy trust, but in this instance the council will relieve PAT of those obligations until the school is rebuilt, and document this in a separate agreement. Key elements of this agreement would include:
 - OCC will repair, maintain, and insure the building until the lease is terminated. OCC will fund any insurance excess. There is an outstanding decision on the transference of insurance excess costs in the case of negligence by the Trust employees. If this is not resolved before the Key Decision is taken, it is requested that authority is

delegated to the Director of Children's Services in consultation with the Director of Law & Governance to finalise this issue.

- PAT will grant OCC access for repairs and maintenance.
 - PAT will have no liability for failure to maintain or repair under the lease.
13. Additional funding is also proposed to support PAT with improvements to the quality of accommodation identified by PAT, and accepted by OCC, as necessary to develop the educational experience and meet current SEND needs. This expenditure will be managed by OCC in conjunction with PAT to ensure best value for money and compliance with Historic England requirements for a listed building. This is a revenue cost to be funded from the Dedicated Schools Grant High Needs Block.
 14. Creating a calm, neutral environment is essential for supporting students with Social, Emotional, and Mental Health (SEMH) needs. Such environments help reduce sensory overload and anxiety, fostering a sense of safety and security. This is particularly important for students who have experienced trauma or have heightened sensitivity to their surroundings. Implementing features like soft lighting, neutral colour schemes, and organised spaces can significantly enhance students' ability to focus and engage in learning activities. Designated calm areas within the classroom, such as 'calm corners,' provide students with a safe space to retreat when feeling overwhelmed. These areas support emotional regulation and self-soothing, enabling students to return to learning with minimal disruption. Moreover, a calm classroom environment benefits not only students but also teachers, leading to reduced stress levels and improved teacher-student relationships. By prioritising a tranquil and neutral setting, schools can create an inclusive atmosphere that supports the well-being and academic success of all learners.
 15. Woodeaton Manor School has several rooms that will need decorating to support the return of over 20 students who are currently in Alternative Educational Provision, which will ultimately reduce placement costs and return the school to financial viability. Currently, if students returned, the facilities would not be suitable. The current setting is mostly a bright yellow paint, which not only appears in classrooms but all communal transition areas. Any dysregulation during transition between timetabled subjects can impact behaviour and disrupt learning for all students and cause physical harm. As children change and grow, the settings are also updated to try and desensitise reactions to colours to enable wider community integration. This can also change more frequently as cohorts of children change. Ceilings and room height in some of the facilities are 20ft high and as with listed buildings, some areas are required to use oil-based paints in accordance with the graded listing status of 2* plus, making materials significantly more expensive. Equally, the sound of shoes on hard flooring can dysregulate students, which is why carpets create sound mufflers and are being retrofitted to classrooms where sound is an issue. The priority is to create the right environment to facilitate the return of students to achieve more efficient use of funding and better academic outcomes.
 16. The third strand of additional support for the school is a proposed exceptional top-up rate of per-pupil revenue funding (from the High Needs Block budget) to

be paid starting on the date of academy conversion (scheduled for 1 October 2025) and reviewed on an annual basis, with any changes taking effect from 1 April each year. This is necessary due to the current high levels of staffing and other costs which will be inherited by the academy trust, which it will require some time to be able to manage back down to sustainable levels.

Corporate Policies and Priorities

17. This proposal aims to improve opportunities for children and young people to reach their full potential, through the improvement of the educational environment for students with social and emotional difficulties. Additionally, the proposal addresses the council's commitment to tackling inequalities by ensuring that students with special educational needs and disabilities (SEND) have access to high-quality education and facilities. This initiative demonstrates the council's dedication to investing in the future of its young residents and ensuring that all children have the opportunity to thrive in an environment that meets their specific needs.

Financial Implications

18. The proposal for Oxfordshire County Council (OCC) to retain maintenance and repairs of Woodeaton Manor School building after it converts to academy status and until the lease is terminated, has the following implications:
 - (a) The annual expectation on spend is £150,000 for planned and reactive building repairs and maintenance, with a total annual cap at £200,000. This will include the Devolved Formula Capital allocation which the academy would ordinarily receive each year (in 2024/25 this was under £10,000).
 - (b) If these payments are required for 2-4 years until the school can be relocated into new accommodation, the maximum cost to OCC would be £400,000 - £800,000.
19. Further financial implications are set out in the Annex, which is exempt from publication under paragraph 3 of Schedule 12A of the Local Government Act 1972, as it includes information relating to the financial or business affairs of the authority.

Comments checked by:
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Legal Implications

19. Woodeaton Manor School (the School) changed status from a community school to a foundation school without a foundation, on or around 1 April 2008.

Upon change of status, the beneficial interest in the school land automatically became vested in the governing body of the foundation school by operation of law, and the council was required by the School Standards and Frameworks Act 1998 to transfer the freehold legal title to the governing body of the school. For various reasons, the statutory transfer of the freehold remains uncompleted, and the legal title remains registered with the council at HM Land Registry. The legal registration and beneficial interest therefore currently lie with separate bodies.

20. The Department for Education has confirmed that, when the Academy Order was issued, there was no direction issued by the Secretary of State pursuant to paragraph 10(3)(c) of Schedule 1 of the Academies Act 2010 directing the school's land or any part of the land to be transferred to the Academy Trust. Legal Counsel has advised that, in the absence of such property direction, when the governing body is dissolved upon academy conversion, the land would vest in the council by default pursuant to paragraph 13(3)(a) Schedule 1 of the Academies Act 2010.
21. Both PAT and the IEB are in agreement that on conversion, the full freehold title to the land should revert to the council, with the council then issuing a lease to the academy in the usual manner.
22. For a lease to be issued, both the legal registration and beneficial interest will need to be vested in the council rather than the governing body of the school; it is possible that the current situation (whereby the legal registration and beneficial interest lie with separate bodies) could prove a hindrance to the necessary conversion processes, even though Counsel's advice is that, if no property direction has been issued by the Secretary of State, upon dissolution of the governing body at conversion the land would vest in the council by default pursuant to paragraph 13(3)(a) Schedule 1 of the Academies Act 2010.
23. Work is therefore underway to confirm the most appropriate legal mechanism to ensure the council will hold the full title, with the beneficial interests, at the point of conversion and will be able to grant a lease to PAT. If action is required to bring the legal registration and beneficial interest together ahead of the date of conversion, to facilitate the agreement of a lease, this may mean that council transfers the legal title to the IEB, for full title to then revert to the council upon dissolution of the IEB at conversion. Alternatively, the IEB, subject to such Department of Education approval as may be necessary, could assign the beneficial interest back to the council prior to conversion.
24. These are arrangements that sit outside the model academy lease and commercial transfer agreement and will need to be recorded in a separate agreement to be entered into by the council and PAT.

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Staff Implications

25. None

Equality & Inclusion Implications

26. The requested decision is necessary to enable the school to convert to an academy, as required by the Department for Education when issuing a Directed Academy Order as a result of the school's Ofsted rating. This conversion needs to complete without further delay to allow the incoming academy trust to focus on raising standards at the school. The requested decision therefore has positive equality and inclusion impacts in strengthening the education provision for children and young people with SEND.

Sustainability Implications

27. There are no direct sustainability implications of this proposal.

Risk Management

28. The urgency of the decision, driven by the Department for Education (DfE) timelines, poses a significant risk if not addressed promptly.
29. To manage risks relating to the financial implications, there will be a Memorandum of Understanding (MOU) with the Trust. The condition report commissioned by the Propeller trust (PAT) and reviewed by OCC will guide the repairs and maintenance of the building.
30. As OCC will retain insurance liability for the accommodation, there is a potential additional cost should anything occur, relating to the insurance excess. There is also an outstanding decision on the transference of insurance costs in the case of negligence by the Trust employees. If this is not resolved before the Key Decision is taken, it is requested that authority is delegated to the Director of Children's Services in consultation with the Director of Law & Governance to finalise this issue.
31. The need for additional funding will remain until the school can be rebuilt. As such a project involves multiple dependencies, many beyond the control of the county council, there could be delays which result in the additional funding being required for longer than currently planned.

Lisa Lyons, Director of Children's Services

Annex: Financial information (exempt from publication for reasons of commercial sensitivity).

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