



Academy Conversion and School Projects

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Introduction

Thank you for your interest in our firm's academy conversion and school projects service.

Our dedicated academy conversion team have advised over 1,500 schools nationwide on the academy conversion process and can support you whether you are a school or a group of schools looking to convert for the first time, an existing academy seeking to set up or join a multi academy trust, or a multi academy trust looking to expand. Our team are here to support you with the process and are passionate about working with schools.

We support all types of schools – community, foundation, voluntary controlled, voluntary aided, foundation trust, secondary, primary, infant and junior, special, PFI, sponsored and non-sponsored. We are very familiar with the particular issues affecting each.

This will be an exciting and significant step for you. We appreciate that a great deal of trust and reliance will be placed on us to ensure the process runs smoothly and efficiently and to provide guidance and support in relation to the important decisions you will be making. Our aim is to ensure you feel supported at all times and confident in the decisions you will be making. This will be important for the next stage of your development.

We understand the resource commitment that a project such as this can demand of everyone and we are keen to relieve you of some of the burden – which ultimately impacts on teaching and learning.

We are solutions focussed and we aim to provide an efficient cost-effective service that ensures your projects are met on time. We also recognise the desire to keep things simple, focussed and pragmatic – values which underpin all the work of the Winckworth Sherwood Education Team.

We hope this brochure provides a helpful overview about our service but if there is anything you wish to discuss, please do get in touch.

We would be delighted to act for you.

WinckworthSherwood

*“Exceptional advice,
outstanding service
and knowledge of the
educational world”*

CHAMBERS & PARTNERS UK

The Education Team and Our Approach

Education is a core business of Winckworth Sherwood. We have offices in London, Oxford and Manchester.

CVs for all members of staff are available [here](#).

Andrea, Theresa and Anna have been part of the Education Team for many years, as well as Owen Carew Jones. Aida's appointment as Head of Schools HR in 2020 bolstered the Employment Law support that we give to schools.

We often find that legal enquiries will overlap our different teams, so we work closely together to ensure that the advice we provide is holistic and seamless.

Our lawyers will not only advise on the conversion process, but will also share best practice and emerging opportunities (or threats) to enable you to build this into your strategic plans for the Trust.

Our clients are based nationwide and include a range of small, medium and large multi academy trusts. We are immersed in the Education sector and have a wealth of experience to draw on.

We also work extensively with many dioceses, religious authorities, local authorities, strategic learning partnerships and other consultants and professionals who work in the Education sector. As a result, we are able to draw on this broader network to monitor developments in the sector and keep our clients informed about any changes on the horizon.

But most of all, we believe in being part of the team. We are friendly and collegiate and our objective is to get the job done with minimum fuss. Our primary motivation is to support you.

Our Education Partners

Please click on each name to see CVs:



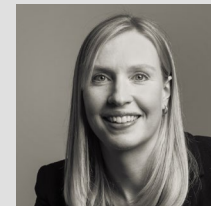
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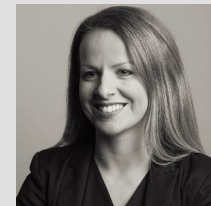
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Our Experience

Since 2010 we have converted over 1,500 schools to academy status, many of which are part of multi academy trusts we have both established and supported as they have grown. We have supported schools located throughout England from Newcastle to Plymouth, Cumbria to Margate.

Winckworth Sherwood has been at the heart of the policy development in relation to academies since 2010 and we are national leaders in advising schools on academy conversion and on forming and growing multi academy trusts in particular. We helped to establish the first ever multi academy trust to be set up under the Academies Act 2010.

We have also advised on many MAT mergers, SAT to MAT conversions and academy transfers and re-brokerage projects over the years.

Our experience, particularly on MAT growth projects and conversions, will be invaluable in streamlining the process for you.

Our services are by no means limited to academy conversion and we have a large team of experienced, qualified lawyers who support hundreds of academy trusts and schools on a day-to-day basis with any legal need under our HR and School Support Service.

Strategic Support

Project Management Support

Problem Solving

Organised

Due Diligence Support

Experienced

"Exceptional team, offering an exceptional service. Clearly structured roles makes it really simple to obtain the correct advice from the right individual."

CHAMBERS & PARTNERS UK

What our clients say:

“ We have been extremely impressed by your support, attention to detail and calm approach throughout. ”

CEO OF A 10 SCHOOL MAT, INCLUDING SCHOOLS IN NORFOLK, SUFFOLK AND PETERBOROUGH, IN THE DIOCESE OF EAST ANGLIA.

“ Thanks for all your hard work on our behalf for this conversion. We are all grateful to you for your resilience, tenacity and attention to detail in seeing the project through despite many hurdles. ”

A 6 SCHOOL MAT BASED IN KENT.

“ I have pointed out on numerous occasions to my leadership colleagues, Governors and the Diocese on how impressive your service and support has been. We simply would not have got there without you. ”

FINANCE DIRECTOR OF A CATHOLIC ACADEMY IN SOUTHWARK.

“ You’ve been amazing – you’ve kept me sane, and kept us on track. Your hard work and unending patience are truly appreciated. ”

A MIXED-MAT OF 9 ACADEMIES IN WILTSHIRE AND DORSET.

“ There has certainly been a great deal of activity on all sides and your experience “at the tiller” has been magnificent. ”

A MAT GROWTH PROJECT OF 7 ACADEMIES, INCLUDING SCHOOLS IN SUFFOLK AND CAMBRIDGESHIRE.

“ You were certain all the way through that we could do it and I am really pleased that we managed to stick to an ambitious timetable. ”

CEO OF AN 8 SCHOOL MAT, INCLUDING A NUMBER OF SPECIAL SCHOOLS.

“ A note to say how much we have appreciated your assiduous work in helping to make it all happen. Your knowledge of the territory, attention to detail and clear thinking have served us well in waters that were rarely straightforward. ”

A SINGLE ACADEMY ESTABLISHED IN PARTNERSHIP WITH A PRIVATE SCHOOL.

“ Every time I have asked for assistance they have been outstanding in their response and are exceedingly helpful. ”

HEADTEACHER OF A PFI SCHOOL IN SOUTHWARK.

Scope of Work

Education is never static and DfE policy is always developing, never more so when it comes to the establishment and growth of multi academy trusts. There is a determination to see strong multi academy trusts grow. The following are the typical steps for conversion:

GOVERNANCE ADVICE

Getting good governance advice is essential and we have particular strength in advising on governance structures. The legal body which will run the academy, employ staff and hold some form of interest in the land (if appropriate) will be the multi academy trust. This must be a company limited by guarantee which, by virtue of the Academies Act, will have exempt charitable status. The constitutional document for a company limited by guarantee is its Articles of Association. We can draft and advise on the latest model Articles of Association and liaise with the Department for Education to get these agreed. We can establish the trust company and ensure appropriate documentation is lodged with Companies House. We can also advise on the duties and rights of Members as well as the Directors (Trustees) and can draft a Scheme of Delegation for multi academy trusts.

DUE DILIGENCE

The circumstances of an academy conversion are often unique. The following are typical considerations: are any staffing changes required, are there any anticipated governance changes, the impact on any transferring services and contracts, any site complications, any unusual indemnities you are asked to provide and the treatment of deficits or surpluses. We can provide advice and high-level support where required with due diligence, including a framework of questions for the school to complete for the multi academy trust to structure the due diligence process and organise information and will help inform any strategic plan or school development plan to be formulated by the trust.

STAKEHOLDER CONSULTATION

We can provide support with general stakeholder consultation, providing a pack of consultation documents and advice on consultation and equalities duties as well as a skeleton report based on the outcomes of the consultation process.

TUPE CONSULTATION

The process of converting to academy status involves the transfer of employment of all staff at the school from either the local authority or governing body to the multi academy trust and therefore the employment law requirements of the Transfer of Undertaking (Protection of Employment) Regulations (TUPE) must be complied with. We can advise on the legal implications of TUPE. We will advise on whether formal "measures" are contemplated and the implications of conversion. We can draft a measures letter to be issued to the outgoing employer and unions. We will also draft a template letter to staff to be sent on the transfer date.

PROPERTY

It is a requirement of the Department for Education that the multi academy trust has guaranteed security of tenure over the land for each academy, which will either be a freehold interest or a lease for 125 years granted by the freeholder of the land or an agreement put in place with the Diocese and site trustees for faith schools. As well as negotiating the property documents for conversion, we undertake the title due diligence and complete a land questionnaire for the Department on behalf of the school as part of the conversion process.

FUNDING AGREEMENTS

The Master and Supplemental Funding Agreements are entered into by the Secretary of State for Education and the multi academy trust. In consideration of the multi academy trust agreeing to run a group of academies, the Secretary of State agrees to fund the schools. The Funding Agreements include a number of conditions imposed by the Secretary of State on schools and we will advise you on the rights and obligations. We can draft the Funding Agreements based on the latest models and liaise with the Department for Education in order to get their approval to enter into them on conversion.

COMMERCIAL TRANSFER AGREEMENTS

The change of status from a maintained school to an academy may have consequences for existing contracts, and these will need to be considered carefully to ensure that there are no adverse consequences. A Commercial Transfer Agreement will be put in place transferring all assets, contracts and staff of the governing body and/or the local authority to the multi academy trust. This agreement will also include TUPE warranties and indemnities.



Added Value

The key features of our offer which demonstrate our unique ability and proven track record are as follows:

- We have a team of lawyers all dedicated to supporting the conversion of schools. Our experience of advising on and dealing with the kinds of issues that arise when converting schools is second to none.
- Our Education Team has long been acknowledged as a lead advisor on school projects, having converted over 1,500 schools to academy status.
- Our particular experience where groups of schools wish to convert on the same date.
- Our approach is genuinely friendly and collaborative.
- We believe our fees are very competitive and the offer of a fee will hopefully give you reassurance and certainty about legal fees.
- Having worked throughout the country on conversions, we will already have a large bank of precedent documents worked up with the Department for Education and local authorities and Dioceses where relevant which are immediately ready for use. A lot of hard work has already been undertaken upfront and our competitive fees reflect this.
- The support we can provide to help project manage the process and pre-empting risks to help the project run smoothly, we will support you so the transition is comfortable. Our approach is to programme out all work that we undertake from the outset and provide regular updates throughout.
- Not only will we guide you through the conversion process, we can also advise on any due diligence concerns or issues should they arise to mitigate risk after conversion.
- Our HR and School Support Service team provide expert legal support to schools and academies on the full range of issues you might face. Having a dedicated Education Team within the firm, we are a 'one stop shop' for all your legal needs.
- We are able to provide HR and specialist employment law support alongside the process, including advice on TUPE and have very recent experience of managing discussions with Union colleagues to minimise the risk of challenge. We know from our experience advising MATs across the country that Union activity and employee and parent challenge is likely to continue as the political picture continues to be unsettled.

BROADER ADDED VALUE

We issue regular legal updates throughout the year on the broader issues affecting schools and we will share with you briefings by other specialist teams in the firm that may be of interest to schools, including our Corporate, Employment, Construction and Litigation Departments. The Education Team works in close collaboration with those Departments, sharing knowhow and resources when the need arises.

Examples of our briefings and recent webinars can be found here:

[Heads Up!](#)

[Past Webinars](#)

Looking to the Future

Our Academy Conversion team led by Andrea and Anna are ready to provide advice and support to you straightaway. We would very much welcome a conversation about your plans for the future.

Joint Instruction

We would usually expect to act on behalf of the Trust and the Governing Body during the conversion process, to whom we would owe a joint duty of care. We often act for Dioceses too where this applies in the case of voluntary school conversions.

The Department for Education and the Local Authority will of course have their own lawyers.

Approach

Upon receipt of instructions, we will organise a kick off call to discuss any issues and agree timelines and next steps. We would expect to make early contact with the DfE project lead and local authority. We will provide regular updates to you and the DfE and we would also be happy to attend any DfE project calls.

We can also set up an interactive (and intuitive) online data room, if this would be of interest, to ensure information can be shared easily between us and to help provide a framework of useful information for you at the outset of the conversion process.

Conclusion

We hope that we have demonstrated our passion and commitment for working with schools and academy trusts.

Our aim is to deliver advice during a project that is:

- Prompt
- Easy to understand
- Tailored and takes into account the context (sector and local circumstances)
- Facilitates the smooth running of your school or trust
- Friendly and empathetic

The time constraints for an academy project can be tight, but we are confident that we have the capacity to achieve this. We are enthusiastic and responsive and ready to start work as soon as you are.

We would be very pleased to hear from you.

If you have any questions, please contact our team on:


☎ 0345 070 4450

✉ academyhotline@wslaw.co.uk





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