

Minutes - Board of Directors

Version: Approved
Meeting Date: Thursday 9 October 2025
Location: Online
Time: 4.00pm

Chairing this meeting	Mark Davies (MD)	Trustee
Vice Chair:	Rachel Mortlock (RMO)[part]	Trustee
Trustees:	Georgina Gough (GG)	Trustee
	Orville Lynch (OL)	Trustee
	Bryony French (BF)	Trustee
	Zarah Morwood (ZM)	Trustee
	Nicky McAllister (NM)	Trustee
	Jemma Griffiths (JG)	Trustee
Attendees:	Steve Taylor (ST)	CEO
	Sally Apps (SA)	Deputy CEO
	Susie Weaver (SW)	Education Director
	Kate Richardson (KR)	Education Director
	Alison Fletcher (AFL)	Director of CLF Institute
	Rachel Mylrea (RMY)	Director of HR
	Andy Ling (AL)	Interim COO
	Martin Thomas (MT)	Director of Estates and Facilities
	Helen Davis (HD)	Finance Director
	Deb Atack (DA)	Member
	Nitin Parmar (NP)	Observer
	Liz Tincknell (LT)	Head of Governance
	Wendy Hellin (WH)	Clerk
Apologies:	Yvonne Beach (YB)	Chair of Trustees
	Adrian Coleman (AC)	Trustee
	Sarah Lovell (SL)	COO

Matters Arising

Action date and no	Item no	Action	Owner	Update
19.06.25 01	5.1.15	Where attendance data is reported, it will include the CLF data and previous year's data for each of secondary, primary and special/AP phases.	SA/KR	Future reporting - ongoing
10.07.25 01	6.3.1	An update on training and development for trustees and Academy Councillors will be provided at the next meeting.	AFL LT	LT advised that a training package is being finalised and will be shared at the next board meeting. Ongoing

Minutes

Item	Description	Action
Part One	Trustees meet in private	
1.1	Trustees met in private before inviting Executive colleagues to join the meeting at 4.15pm.	
Part Two	Trustees and Executive Team	

2	Introductions, Administration, Apologies	
2.1	MD welcomed everyone to the meeting. Apologies have been received from Yvonne Beach and Adrian Coleman. Rachel Mortlock will be joining the meeting later. MD advised that this is the first board meeting with the new format in place. MD asked that everyone avoid the use of chat in this meeting, as not every person present has access to view it.	
2.2	MD reminded trustees to complete the Company's House Identification Check if they have not already done so. ACTION: LT to send a reminder of how to complete the Company's House Identification check.	LT
3	Declarations of Interest	
3.1	No verbal declarations were made.	
4	Minutes of Previous Meetings	
4.1	Minutes of the meeting of 10 July 2025 were approved subject to amending the attendance list and correcting a type error.	
5	Matters Arising	
5.1	The action table has been updated above.	
5.2	A reminder was issued that the minutes should not contain acronyms unless a glossary was provided. ZM requested that a list of all CLF schools (and associated information) be included in future board packs. ACTION: List of CLF Schools (and associated information) to be included in future board packs.	WH
5.3	Trustees were reminded that the CLF Away Day takes place on 11 December 2025, ahead of the board meeting and AGM, at Monkton Wood Academy. ACTION: LT to confirm the timing for the Board Away Day and ensure all trustees have been invited to attend.	LT
5.4	NM noted that the annual training provided to Academy Councils this year is much improved.	
6	Report from Education Scrutiny	
6.1	MD reported on the Executive Scrutiny meeting of 11 September, noting the committee scrutinised the Executive in terms of outcomes but also around the performance of the trust as a whole, including Ofsted inspections that had taken place over the course of the last academic year. In the meeting, the Executive Team were very open about how they viewed the performance, noting that there were some areas doing exceedingly well in terms of attainment but there has been some stagnation in data in other areas. The committee were impressed that there was no complacency around what could be achieved, and this was borne out in the aspirational trust standards that have been set. MD highlighted that one of the areas discussed was whether the secondary academies are building on the successes seen in the primary academies, when students transition up to Year 7.	
6.2	The Executive Scrutiny committee recommended that the board approve the Trust Standards. <u>Decision: The board approved the Trust Standards for 2025/26.</u>	
6.3	ACTION: It was noted that the Terms of Reference (TOR) for the Education Scrutiny Committee were not reviewed or approved. This will carry over to the next Education Scrutiny Committee prior to coming back to the board for approval.	WH LT
7	Report on Safeguarding	
7.1	Safeguarding (inc KCSIE 2025 and Safeguarding training)	
7.1.1	SW provided an overview of the Safeguarding report which includes details around the content of the annual safeguarding plan, development priorities for the coming year, an update on policy development and an update on safeguarding CPD and partnership working.	
7.1.2	NM advised that, as the trustee link for safeguarding, she meets with SW regularly and can provide assurance to the board around the quality of safeguarding work taking place across the trust. At the next meeting, a discussion is planned around the curriculum work going on, particularly around how to develop critical thinking skills and build resilience in our students.	

7.2	<p>Q: How are external visitors to academies vetted?</p> <p>At central team level, and within academies, there are robust processes in place around quality assurance and safeguarding checks for visitors. Members of staff are vetted through the central HR team and external visitors undergo a similar quality assurance process. Those processes are checked and quality assured as part of the wider safeguarding audit. All checks are followed up independently and letters of assurance (or other evidence) are gathered where required.</p>	
7.3	<p>Q: Having reviewed Keeping Children Safe in Education (KCSIE) 2025, it is unclear what the processes are around hosting family situations. Does that take place in secondary academies and, if so, are robust processes in place?</p> <p>We do have trust wide processes in place, and these are quality assured as part of the audit process. This is not new practice for us; it has been in place over a significant period of time.</p>	
7.4	<p>Q: There have been some headlines in the media around mobile phone use recently. Are there plans to do anything differently this year?</p> <p>This is a topic that is regularly reviewed. There are no specific plans to change our approach at present but do have a wider review of the use of technology in and beyond the curriculum planned. Bristol Metropolitan Academy (BMA) were featured on ITV West last week, talking about this subject. A link to the video will be shared with trustees.</p> <p>ACTION: WH to share a link with trustees to the video of BMA on ITV West discussing mobile phones.</p>	WH
7.5	<p>Q: Where new schools are joining the trust, you mentioned the onboarding process and the implementation of trust policies. Do you ever find that the new provision has a better policy or process in place, and if so, do you adopt that within the trust?</p> <p>The due diligence process is split into two distinct areas of compliance and culture, and we describe that the journey to compliance is necessarily quicker than the journey to culture. At the point of transfer, if the schools have better or different policies and processes, we take learning from those as soon as we can; we would not wait until the policy was next due for review.</p>	
7.6	GG provided some feedback on the data presentations included in the report; this was noted by SW.	
8	Report from the CLF Institute (including Five Counties Teaching School Hub, SCITT, Boolean Maths Hub)	
8.1	AFL provided an overview of the CLF Institute report which includes an update on SCITT, the Five Counties Teaching School Hub and external school improvement, and invited questions from trustees.	
8.2	There were no questions from trustees. GG provided some feedback on the data chart included in the report; this was noted by AFL.	
9	Strategic Developments	
9.1	CEO Report	
9.1.1	ST highlighted the importance of Kingsmead Academy joining the trust. This is a large secondary school which grows the Somerset cluster and that will be key to partnership working for Monkton Wood Academy.	
9.1.2	ST advised that the new Director General of the DfE's Regions Group, Dr Tim Coulson, was in Taunton this week and visited Monkton Wood Academy, talking to senior leaders and meeting with a group of Year 11 students. SA reported that the children had talked enthusiastically and authentically about the school and about their previous challenging experience of other schools, as well as some life experiences. SA advised that they articulated themselves very well and shared how they felt about the Principal, Hannah Jones, joining the school and the positive changes they had seen since then. When asked for their reflections about being part of a trust they talked about the trust as a 'big family' and highlighted how subject teachers can link up with each other and what this meant for them in the classroom.	

9.1.3	NM reflected that the visit to MWA feels like a milestone moment for that academy, Hannah Jones and the wider community and suggested that the board write to Hannah to acknowledge this. Trustees agreed. ACTION: A letter congratulating Hannah Jones and the MWA team will be sent from the board.	LT
9.1.4	MT provided an update on the challenging situation regarding the estate at St Anne's primary school. A meeting with Bristol City Council has been organised for later this week.	
9.1.5	The Executive Leadership structure has been shared in the form of the placemat within the CEO's report. ST advised that the new role of Associate Executive Principal has been introduced to ensure there are appropriate career paths in place to retain the high talented people in the organisation. Craig Jones has been appointed to this role on a fixed term basis for this year.	
9.2	Strategy 2030 update	
9.2.1	ST confirmed that as per the strategy presented at the July board meeting, there are three 'core enablers' identified for 2025-2026. Two of these, DEIB and Environment, are carried forward from previous sub-strategies. The third, Operational Sustainability, has been developed in response to the funding and viability challenges that are evident across the education sector. It is proposed that the identified link trustees meet with the lead officer three times a year to track progress and provide updates to the board. It is also proposed that each core enabler is also linked to a sub-committee as detailed in the report.	
9.2.2	Q: The paper details that there is a pool of talented people in the pipeline, coming up through senior leadership teams. What kind of EDI presence is there? We do have analysis of the SLT make up and can share that via the People sub-committee. ACTION: EDI information around members of staff coming up through the leadership pipeline will be shared with the People sub-committee.	WH LT
9.2.3	GG noted there were two terms referenced in the paper 'Operational Sustainability' and 'Sustainable Development' and suggested that 'Operational Sustainability' was the more appropriate term. ST agreed that this was an error and that 'Operational Sustainability' was the correct title	
9.2.4	Trustees were asked to approve: <ul style="list-style-type: none"> the proposed approach to securing Board oversight of the core elements of the trust strategy the proposed approach to securing Board oversight of the Core Enablers of the trust strategy the proposed amendment to the ambitions relating to <i>Investing in CLF Partnerships (to include a parent group)</i> Decision: The proposals above were approved.	
10	Reports from Sub-committees	
10.1	None	
11	Reports from Reference Groups	
11.1	Chairs of Academy Council (COAC) Reference Group MD advised that he is entering his second year of chairing the COAC group. The trust is committed to ensuring the Chairs from all academies have a voice. It is an important group, providing the mechanism for trustees to hear directly about the concerns and the successes taking place across the academies. At the last meeting, Chairs were provided with deeper level detail around the strategic plan and the focus on inclusive excellence.	
12	Reports from Local Governing Bodies	
12.1	Reports from local governing bodies will come through the COAC group.	
13	Governance	
13.1	Review of Board and Sub-committee membership	

13.1.1	LT advised that the board and sub-committee membership table has been updated following the members' review day. It is proposed that trustees approve the board and sub-committee membership. <u>Decision: The board approved the proposal.</u>	
13.1.2	NM noted that the table shows a vacancy for the role of Chair of Academy Council for BBA; NM is still the Chair. ACTION: LT will update the board and sub-committee membership table to show NM is Chair of Academy Council for BBA.	LT
13.2	Review of Delegated Authority Framework	
13.2.1	Following the recent External Review of Governance at Board level, the Delegated Authority Framework (DAF) has been revised for the current academic year and is presented for Board approval. <u>Decision: The board approved the DAF.</u>	
13.3	Partial Delegations	
13.3.1	The board approved the following delegations: <ul style="list-style-type: none"> • Two trustees to approve financial requests where value is £350-£600k – Chair and Bryony French • Two trustees to approve HR actions to include the items below – Chair and Zarah Morwood <ul style="list-style-type: none"> ○ approving policies within the Employment Manual, restructure plans where more than 10 employees or more than 25% of the school staff body are affected ○ approval of voluntary severance or redundancy agreements where more than 10 employees or more than 25% of the school staff body are affected ○ authorisation of settlement agreements where value is greater than £50k or 1yr salary (whichever is lower) • Two trustees to approve Chairs of Academy Council (COAC) proposals – Mark Davies and Nicky McAllister • Two trustees to approve Admissions consultations - Rachel Mortlock and Orville Lynch 	
13.3.2	JG suggested it would be useful to have a third trustee for each of the partial delegations in case a trustee is unavailable when needed. ACTION: LT will contact trustees to seek a third person for each of the DAF areas that can act with delegated authority should those appointed not be available.	LT
13.3.3	Q: Has progress been made filling the vacant trustee role, bearing in mind the vacancies that remain on the Audit and Risk Committee and the Growth Committee? The recruitment pack is just being finalised. We have been explicit in the skillset and expertise we are seeking, and recruitment to the Audit and Risk Committee is a priority.	
13.3.4	Q: How are trustees matched to committee membership and link roles? At the July members' review meeting, trustees have the opportunity to reflect on their role over the previous year and to share their interests going forward. A process to match up skills and vacancies then takes place. This year was more complex due to the change in the structure of some of the committees and groups.	
13.3.5	Q: What is the link between the core enablers and some of the sub-committees? What is the mechanism for sharing between the sub-committee and the link trustee for each core enabler, that will ensure there are no gaps but also no crossover in information? It will be the sub-committees and reference groups where the bulk of the scrutiny will take place. There is a section on the sub-committee and group board report where things can be highlighted and escalated to the board or other group if relevant. The structure this year is new, and it may take some embedding and require some further review over time.	
13.4	Review of Terms of Reference for the Board	
13.4.1	LT advised that the current Terms of Reference (TOR) detail a quoracy of 3 trustees. Following a discussion with the Chair it is proposed that this is increased to either 6 or 8 trustees. <u>Decision: Trustees approved amendment to the TOR to show quoracy as 7 trustees.</u>	

13.4.2	LT advised that approval of the remaining TORs will be sought at the December board meeting. ACTION: Terms of Reference will be brought to the December board meeting for review and approval.	LT
13.5	Code of conduct	
13.5.1	LT advised that following a review of best practice and the content of the new Governance Essentials training, a new CLF Code of Conduct has been drafted as a standalone document. This Code sets out the standards of behaviour and conduct expected of all colleagues within CLF Central, reinforcing our commitment to integrity, respect, and accountability. It is proposed that the trustees approve the Code of Conduct. <u>Decision: The board approved the Code of Conduct.</u>	
13.6	Reduction in Published Admission Number (PAN) at Bristol Brunel Academy (BBA)	
13.6.1	LT reported that over the past few years, in agreement with the Local Authority (LA), BBA temporarily increased their PAN to accommodate bulge year groups, rising from 232 to 260 and subsequently to 290. As planned, BBA have now returned to their original PAN of 232 for Years 7, 8, and 9. This increase was always intended as a temporary measure to support local demand, and the phased return to our standard PAN has been successfully executed. It is proposed that the board approve the reduction in PAN. <u>Decision: The board approved the reduction in PAN at BBA.</u>	
13.7	Policies for approval	
13.7.1	SW presented the CLF Safeguarding Policy and the CLF Positive Handling Policy for approval. <u>Decision: The board approved the policies as presented.</u>	
13.8	Election of Chair and Vice Chair	
13.8.1	Following an election process conducted by the Clerk, Yvonne Beach was re-elected as the Chair of the Board.	
13.8.2	In order to ensure due process was followed, it was agreed that the election of Vice Chair would not take place at this meeting but would be carried forward. ACTION: LT will contact trustees to advise them of the process for the Vice Chair election.	LT
13.9	Executive Colleagues (except for the CEO, deputy CEO and interim COO) left the meeting.	
Part Three	Risk	
14.1	AL advised that the full risk register has been provided for information. A risk report has also been provided. This report aims to bring key risks to the attention of trustees and to open discussion on those. AL welcomed questions or comments from trustees.	
14.2	BF felt it would be helpful to add the mitigations to the risks included on the risk report.	
14.3	Q: Are you confident that Academy Councils are sufficiently focused on the academy risk register? How do Chairs align the CLF risk register with those in their academies? We have produced a CLF wide risk register template for academies and are trialling it in three or four academies. The top five risks should align with the Academy Improvement Plan (AIP) and should inform all Academy Council meeting agendas. We are also trying to ensure the balance is right between what risks are considered at the full board meeting and what is dealt with via the Audit and Risk sub-committee and other sub-committees. For that reason, AL has produced the Risk Report that aims to elevate the most pertinent risks for the board's attention to encourage some discussion around those.	
14.4	Q: There are some items on the risk register that have already happened (such as the industrial relations matter). At what point do you no longer consider such items as a risk and re-categorise them to a known issue?	

	We can consider how we categorise them on the risk register. We are also considering the notion of risk appetite and how we can show, on the register, those risks we cannot move forward, but that sit within our risk appetite.	
14.5	GG noted that some items were rated as high risk, and high net risk following mitigation, but were not represented as a threat to the strategy. GG suggested it might be helpful for the Executive to reflect on the alignment between strategy and risk.	
14.6	JG felt it would be helpful if there was an indication to show whether the risk rating had gone up or down since the last report was issued.	
14.7	ACTION: AL will consider the feedback and suggestions provided by trustees about the risk register and the risk report and will provide further update at the next meeting.	AL
15	Any Other Business	
15.1	Draft Agenda for December Board Meeting and AGM on 11 December 2025	
15.1.1	The draft agenda for the December Board meeting and AGM was shared for information.	
15.2	<p>Q: Awareness Initiatives: What steps is CLF currently taking to raise awareness about the humanitarian crisis in Gaza, including reports of genocide, ethnic cleansing, and the man-made famine? How do these efforts compare to CLF’s previous initiatives related to the conflict in Ukraine? Is there equality in the discussions or are there some pupils that are not heard?</p> <p>We take our responsibility around impartiality seriously and include British Values as part of the curriculum. Certain subjects PHSE, RSE, and citizenship, tutor time and assemblies lend themselves to discussions around current affairs and world issues take place, particularly those affecting certain communities. We advocate engaging with conversations affecting families and in creating space to discuss, debate and disagree well. There are obviously boundaries in place to ensure everyone is respectful so that it is truly a safe space. The curriculum is about supporting children to gain a sense of self agency and deliberately focuses on oracy skills to encourage them to debate issues well.</p>	
15.3	<p>Q: Investment Transparency and Ethical Considerations: Does CLF have visibility into whether any of its investments are linked—directly or indirectly—to entities involved in the conflict in Gaza or the expansion of illegal settlements in the West Bank? If such links are identified, what is CLF’s policy on divestment? This question also relates to other concerns such as fossil fuels and military arms elsewhere in the world; it is not just about the middle east.</p> <p>The Finance Executive Group (FEG) [as it was called last year] had a focus looking at the trust’s investment policies and where money was invested. A platform has been set up that lots of schools and trusts are using to ensure money is appropriately and morally invested and the group have also looked at that. A couple of investments were closed following the discussions held at FEG. HD would be able to provide further detail if required. In terms of suppliers, we also use the public procurement framework when we can. This has a number of safeguards built into it, with suppliers being pre-vetted. Using the framework provides a good level of assurance for the trust.</p>	
15.4	<p>Q: There is a lot of discussion in the media about the introduction of digital I.D. cards in schools. Has the trust got a perspective on this?</p> <p>No, it has not been considered as yet.</p>	
Part Four	Trustees only	
16.1	Confidential item on CEO PMR (this is for the trustees, clerk and RMY only)	
16.1.1	RM updated trustees in regard to the CEO performance management process and outcome. The recommendation to trustees is included in the separate confidential paper. <u>Decision: The board approved the proposal for the CEO pay award.</u>	
16.2	Closing reflection	

16.2.1	ZM shared her sadness at the horrific attacks on the synagogue in Manchester and the arson attack on the mosque in Peacehaven and said she prayed for peace and love for all people.	
16.2.2	MD thanked ZM for her reflection.	
16.3	The meeting closed at 18.48hrs.	

Actions to take forward

Action date and no	Item no	Action	Owner	Update
19.06.25 01	5.1.15	Where attendance data is reported, it will include the CLF data and previous year's data for each of secondary, primary and special/AP phases.	SA/KR	Future reporting - ongoing
10.07.25 01	6.3.1	An update on training and development for trustees and Academy Councillors will be provided at the next meeting.	AFL LT	LT advised that a training package is being finalised and will be shared at the next board meeting. Ongoing
09.10.25 01	2.2	LT to send a reminder of how to complete the Company's House Identification check.	LT	
09.10.25 02	5.2	List of CLF Schools (and associated information) to be included in future board packs.	WH	
09.10.25 03	5.3	LT to confirm the timing for the Board Away Day and ensure all trustees have been invited to attend.	LT	
09.10.25 04	6.3	It was noted that the Terms of Reference (TOR) for the Education Scrutiny Committee were not reviewed or approved. This will carry over to the next Education Scrutiny Committee prior to coming back to the board for approval.	WH LT	
09.10.25 05	7.4	WH to share a link with trustees to the video of BMA on ITV West discussing mobile phones.	WH	
09.10.25 06	9.1.3	A letter congratulating Hannah Jones and the MWA team will be sent from the board.	LT	
09.10.25 07	9.2.2	EDI information around members of staff coming up through the leadership pipeline will be shared with the People sub-committee.	WH LT	
09.10.25 08	13.1.2	LT will update the board and sub-committee membership table to show NM is Chair of Academy Council for BBA.	LT	
09.10.25 09	13.3.2	LT will contact trustees to seek a third person for each of the DAF areas that can act with delegated authority should those appointed not be available.	LT	
09.10.25 10	13.4.2	Terms of Reference will be brought to the December board meeting for review and approval.	LT	
09.10.25 11	13.8.2	LT will contact trustees to advise them of the process for the Vice Chair election.	LT	
09.10.25 12	14.7	AL will consider the feedback and suggestions provided by trustees about the risk register and the risk report and will provide further update at the next meeting.	AL	