

Minutes - Board of Directors

Version: Approved
Meeting Date: Thursday 14 October 2021
Location: Microsoft Teams
Time: 4.00pm

Chair:	Paul Olomolaiye (PO)	Chair of the Board
Members:	Bethan Owen (BON)	Vice Chair of the Board
	Anthony Cherry (ACH)	Director
	Nicky McAllister (NM)	Director
	Adrian Coleman (ACO) [part]	Director
	Su Coombes (SCO) [part]	Director
	Bryony French (BF)	Director
	Debbie Atack (DA)	Director
	Suzanne Carrie (SCA) [part]	Director
	Nusrat Arshad (NA)	Director
	Mark Davies (MD)	Director
	Rachel Mortlock (RM)	Director
Attendees:	Steve Taylor (ST)	CEO
	Dan Nicholls (DN) [part]	Executive Director of Education
	Sally Apps (SA)	Executive Principal
	Susie Weaver (SW)	Executive Principal
	Kate Richardson (KR)	Executive Principal
	Alison Fletcher (AFL)	Director of CLF Institute
	Ian Payne (IP)	HR Director
	Bryony Green (BG)	Director of Corporate Services
	Sarah Lovell (SL)	Finance Director
	Wendy Hellin (WH)	Clerk
Apologies:	Nusrat Arshad (NA)	Director

Minutes

Item	Description	Action
1	Confidential Item on CEO and EDoE pay	
	The board discussed a confidential proposal on the pay award for the CEO and EDoE. PO described the process that had been carried out, including benchmarking, performance reviews and the national constraints on pay awards. The board approved the proposal.	
2	Introductions, Administration, Apologies	
2.1	PO welcomed everyone and introductions were made. PO welcomed Mark Davies (MD) to his first meeting.	
2.2	The updated risk register is included for reference at Flag A*. This is a starred item.	
2.3	Directors are reminded that they are able to access the CLF Governance handbook via Teams. Apologies are recorded above.	
3	Election of Chair and Vice Chair	

3.1	WH asked for nominations for the role of Chair. PO was nominated by ACH and seconded by BON. WH asked for any further nominations. There were no further nominations. A vote took place and PO was elected as Chair.	
3.2	WH asked for nominations for the role of Vice Chair. BON was nominated by ACH and seconded by NM. WH asked for any further nominations. There were no further nominations. A vote took place and BON was elected as Vice Chair	
4	Declarations of Interest/Member & Director Declarations	
4.1	No verbal declarations were made.	
5	Minutes of Previous Meetings	
5.1	Minutes of the meeting of 12 July 2021 were approved.	
6	Matters Arising	
6.1	<i>5.1.1. Bryony Green - The Director's questionnaire referenced in the Members Review Day agenda will be circulated by the end of term.</i> This has been completed. Results were shared with Members as part of members' review.	
6.2	<i>5.2.3 Wendy Hellin - PO asked that a letter be sent to JG and DW to confirm the term of office extension, to assure them the board have full confidence in them and to thank them for their continued support.</i> This has been completed.	
7	Education Report	
7.1	Input from Educational Scrutiny	
7.1.1	Executive Scrutiny 9 November 2021 BON provided a summary of the meeting. Although there had been no external assessments for KS2, data collected for teacher judgements demonstrated improvements in reading, writing and maths from previous years. In KS4 there had been no changes to the TAGs submitted by the trust after a process of external moderation. Challenges by students and parents were very few. Bright spots and trails had also been discussed at that meeting.	
7.1.2	Academy Scrutiny 23 September 2021 and 28 September 2021 There have been 2 Academy Scrutiny meetings this term and the recommendations are captured in the education report. RM reported that she and BON met with DN over the summer to look at ways of refreshing the process around scrutiny meetings. The Chair now meets with the relevant EP before the meeting to look at documents and identify areas of interest. This way, rather than ask a series of questions, sometimes predetermined, there is more of a professional dialogue with the Principal and Chair of the academy based on key themes identified.	
7.1.3	SCA joined the meeting	
	Questions from the board	
7.1.4	Are there any particular concerns we have in the scrutiny area? How are you building in the focus on disadvantaged students?	
7.1.5	In both Executive Scrutiny and Academy Scrutiny meetings there is a tighter focus on questioning around strategic area A and disadvantage is one of those trails.	
7.1.6	You mention further improvements are needed. How are you capturing and recording this with DN and the team?	
7.1.7	At the end of each meeting we have a summary and conclusions section where we discuss what went well. We were still very early in the term for meetings 1 and 2 and each school is in a different place. We discussed giving Principals the opportunity to give a short presentation at the start of their meeting; this may be something introduced for those academies of less concern. We discussed how to move forward so that scrutiny was more bespoke for each academy depending on its level of risk and journey. Currently the only variation is the order in which academies attend scrutiny and whether they are invited to return within the academic year.	
	End of Questions	

7.2	Key Stages EYFS to P16	
7.2.1	SW highlighted key areas of the report and invited questions from the board.	
7.2.2	ACO joined the meeting	
	Questions from the board	
7.2.3	There have been no Ofsted visits yet. How likely is it that we will have a trust wide inspection in the Spring term?	
7.2.4	Sue Kelham (Senior Principal) attended the regional Head Teacher reference meeting last week and yesterday was the regional HMI MAT Leaders meeting. Indications are that there are not enough schools in the inspection window at present to anticipate a CLF trust wide inspection. However, we are working deliberately to prepare in case of inspection. The trust has three active inspectors: ST, Jon Jones and Julie Fox.	
7.2.5	In terms of the five key measures identified, will these feature in the performance reviews of senior staff? What level will they go down to?	
7.2.6	They will feature in senior staff performance reviews but will also go beyond leaders and beyond classroom facing roles. At conference next week one of the themes is talking to professional services staff about the impact they would like to have in this area.	
7.2.7	What is the current picture of Covid related absence for staff and students?	
7.2.8	We are noticing that absence coded I (illness) is about double what we were seeing in 2019. It is a helpful comparison but does not completely correlate and we are working with Principals to unpick data. We previously used an X code and now that is no longer in use non-attendance is not masked and we can unpick reasons for absence. Some individual academies have had bouts of flu and other illnesses likely due to mixing now back in academies. We are committed to not falling in a trap of assuming attendance will be low now that everyone is mixing. We continue to prioritise disadvantaged students and we are leading a session at conference on supporting all staff to understand the role they play in supporting good attendance.	
7.2.9	Are we tolerating less than outstanding teaching in maths across the trust? How can we ensure we have the outstanding delivery we see from the maths hub in all areas of the trust?	
7.2.10	The classrooms have some outstanding maths teaching and these teachers are supported (and support others) through the FNNs across the trust. The practice is already being shared but is also developing alongside colleagues. In terms of tolerating less than good teaching in maths, there is no weak teaching in maths at CAB but there are some areas to improve and this will be via a mix of support and challenge.	
7.2.11	The hub methodology is of programmes based on teacher working groups. Collaborative peer groups work together and share elements of strong practice, deliver practice together and then jointly evaluate the impact of it. The hub serves the whole sub-region of over 700 schools and at present all primary schools are engaged somehow in the maths hub working group.	
	End of Questions	
7.3	CLF Institute	
7.3.1	AFL spoke to the CLF Institute paper at Flag D and invited questions from the board.	
	Questions from the board	
7.3.2	Can you explain the PGCE procurement – are other providers experiencing the same thing? What are the consequences of not being able to extract ourselves from our current contract?	
7.3.3	We have good support and advice from BG and the procurement officer and we have consulted with legal partners to ensure we write in exit clauses as well as a number of other criteria required. Due to the timing and nature of the contract both parties will need exit	

	clauses. We can extend the current contract by a year or take out a temporary one-year contract; but we do need to start looking at options now.	
7.3.4	In terms of recruitment to the SCITT programme you have not been able to recruit to Computer Science. Can you give us more information on that? What are the issues?	
7.3.5	There is a skew in the make-up of our secondary cohort. There are no Computer Science trainees or indeed applicants, and this has been the case for some five years. This year there are also no MFL trainees and no geographers. There is a MFL shortage nationally as there is not enough throughput from undergraduates. We are exploring the possibility of foreign nationals training with us. In terms of Computer Science it is a national problem. We are being supported by the national hub and they supply lead practitioners to work alongside senior staff in schools to work as a subject specialist so that schools can have Computer Science on their curriculum.	
	End of Questions	
8	Finance	
8.1	SL shared a slide on student recruitment. Across the trust primary academies are at 88% capacity and secondary academies are at 100%. There are some challenges within that for some academies and the communications and marketing team are focusing on those risk areas, particularly EPA and BA.	
8.2	Student recruitment to DSSB is a success story. Previously there have been low numbers starting in Year 10 with as little as 43 students to a PAN of 90. ST reported that today it was learned that there are already over 90 applications for next September. This is extraordinary for a studio school and is validation of the Principal's great work. It will positively impact on the sustainability of the school. Another positive story is the Open Evening at WHA that saw 650 families visit the school; the PAN is 120.	
8.3	Post 16 numbers look strong. WHA still needs support with sixth form recruitment and SV is a little low; they do not recruit in the same way and rely on referrals from across the city.	
8.4	In terms of financial information last year was a challenge in terms of accurate forecasting for a number of reasons around the pandemic. There were increased costs for the level of supply staff, cleaning and PPE. During the January and February lockdown period there were some cost savings and a number of Covid-related grants were received. The financial position started to steady by Spring.	
8.5	SL shared a slide showing financial information and reported that at the end of the last academic year there was a £2.2m surplus against a budgeted surplus of just over £400k. This year shows £7m in opening reserves and there are plans to re-establish the Reserves Committee and look at projects delayed from last year as well as using some for the disadvantaged strategy.	
	Questions from the board	
8.6	There is a national issue with rising costs for materials and construction and repair works are at risk of being delayed. How are you ensuring you spend the reserves quickly to insure against this where possible?	
8.7	We shared proposals around the reserves committee yesterday and gave academies a deadline of 2 November 2021 for proposals. We hope to be in a position to make a request to access some reserves to the board at the December meeting.	
	End of Questions	
9	Human Resources	
9.1	HR Report	
9.1.1	IP spoke to the HR report at Flag F highlighting key points. IP confirmed that Sarah Lovell was recruited to the role of COO, with a start date to be confirmed. Ben Tucker was appointed as Principal for CAB. There was no appointment made for the role of Principal at BA. However, the current Principal has agreed to extend her employment until Easter and a	

	new recruitment process will take place. Recruitment for the role of HR Director takes place next week.	
	Questions from the board	
9.1.2	Staff morale looks to be very high. How are we ensuring it is high for all staff? Are we leaving some staff behind, and if so, how are we managing that?	
9.1.3	Based on the staff survey results, staff morale is high. We are emphasising a lot of work around leadership and middle leaders. It is key for them to be leading well and capturing everyone. Where people are struggling we focus on support for them ahead of any formal capability procedures. Sickness and turnover is high for professional services staff and we are carrying out some further analysis on that. Some of these roles can often be for a very low number of hours per week and it is important we are connecting well with those people.	
9.2	ST reported that this would be IP's last board meeting. ST and the board thanked IP for his leadership and dedication over the last 7 years and wished him well in his new role.	
10	Strategic Developments – CEO Report Flag G	
10.1	ST reported that the Five Counties Teaching School Hub Alliance Board has held its first meeting with RM in attendance. The launch event was a huge success. ST thanked AFL for her leadership of the hub alliance, on behalf of the region	
10.2	ST highlighted the work of the estates team that has taken place over the summer, including the Post 16 building that has opened on the site of JCA and work at the Nest. Also in the paper are details of Baroness Barran's visit to Snowdon Village.	
10.3	Appendix 1 is provided for information and shows the line management structure for Academies, Clusters and the Executive Team.	
10.4	Governance Committee Membership	
10.4.1	ST introduced the governance committee membership paper (Flag G Appendix 2). NM has agreed to be the link Director for Area D. SW is now the executive lead for EDI work with support from AFL. SW is benchmarking the EDI work that has been carried out to date, ahead of developing the vision and a range of strategies.	
10.4.2	Two further members are required for the Audit Committee. MD agreed to join the committee. A new Vice Chair is being sought for the COAC committee. There are also vacancies for Directors for the two subsidiary companies John Cabot Academy and City Academy Bristol Trading Ltd. Directors were asked to contact ST outside the meeting if they were interested in either of these roles.	
10.4.3	Directors are asked to approve the recommended governance committee membership in Appendix 2 of Flag G. The board approved the proposal.	
10.5	Strategic Plan and reviews from link Directors	
10.5.1	Directors are asked to approve the Strategic Plan and Trust Improvement Plans for 2021-2022 précised in Appendix 3.	
10.5.2	Area A – School Improvement	
10.5.2.1	BON reported that she had met with DN to look at Area A. There are four main strands within this area that are led by members of the Education Executive Team this year to allow DN to spend time quality assuring that work. The number of tasks and actions have substantially reduced this year to a much more manageable number. BON recommended the board approve Area A. The board approved the proposal.	
10.5.3	Area B - People	
10.5.3.1	In the absence of NA, Area B will be approved outside of the meeting via Chair's action.	Chair
10.5.4	Area C - Infrastructure	
10.5.4.1	ACH reported that he met the Executive colleagues leading this area earlier this month. There is a good focus this year with more emphasis on key strategic priorities. ACH recommended the board approved the proposal. The board approved the proposal.	

10.5.4.2	SCA asked if the work around the eco-school and energy consumption would be picked up in the strand of sustainability and environment; there is some cross-over between areas.	
10.5.4.3	BG advised that she had been taking part in the energy conscious organisation work. There was a set-back in that the Principal leading this work has left the trust so work is underway to secure some education team support for the project. The focus is on changing behaviours collaboratively. A professional services dashboard has been developed and includes a range of measures that impact on the environment, such as printing usage and data obtained from the catering and waste contract. There are a few active strands that sit in different areas of the strategic plan.	
10.5.5	Area D – Bridge to the Future	
10.5.5.1	NM reported that she had recently agreed to be the link Director for this area. NM had been reassured that this was not only around environmental impact but also a digital review to ensure consistency across the CLF. NM recommended the board approve Area D. The board approved the proposal.	
9	Governance	
9.1	Review of sub-committee structure and membership	
9.1.1	This has been covered in the CEO report.	
9.2	Delegated Authority Framework	
9.2.1	Directors were asked to approve the DAF. This has been under annual review. The majority of changes are minor around the way the policy structure was described. There are two new items added at the bottom of the governance tab: EDI and SEND. These have been added to start to describe the authority for managing EDI and SEND and will be added to and updated over time. The board approved the DAF.	
9.3	Delegated Authority Framework Partial Delegations	
9.3.1	The following partial delegations were confirmed by the board: <ul style="list-style-type: none"> • Strategy – ACO and ACH • Finance – Chair of the board and BF • HR – Chair of the board and DA • H & S – Chair of the board and NA (NA to be confirmed by Chair outside of the meeting) 	
9.4	Board and sub-committee Terms of Reference (Flag J)	
9.4.1	BG confirmed the TOR have been through an annual review and were subject to minor changes. The board approved the TOR.	
9.5	Approval of new Chairs and renewal of TOO for existing Chairs	
9.5.1	Kathryn Volk was proposed as Chair for HPA. It is proposed that the term of office for Ruth Pickersgill, COAC CAB is approved for a further four years. The board approved the proposals.	
9.6	Input from Chairs of Academy Council Committee	
9.6.1	SCO reported that there was good attendance at the last COAC meeting. Discussions took place about the make-up of the Academy Council and SW provided information governance around EDI and clusters. It had been a positive meeting.	
10	Other Operational Issues – Operations Report (including PSGs, H&S, ICT)	
10.1	Admissions	
10.1.1	Directors were asked to approve the decision to move to consultation on Admissions policies for SA, KOA, Post 16 and HMA and to increase the PAN at JCA. The board approved the proposal.	
10.2	Exclusions Policy	
10.2.1	Directors were asked to approve the Exclusions Policy. BG reported that the policy has undergone cyclical review. Changes include a change in the language used by the DfE; fixed term exclusions are now called suspensions. The appendix has been updated to reflect the	

	latest DfE advice on dealing with exclusions and suspensions during the pandemic. KR leads on exclusions and is doing a wider piece of work around this. It was proposed that the EQIA remains open and ongoing while exclusions are further considered. It is also likely that some amendments are required to academy behaviour policies.	
10.2.2	The board approved the Exclusions Policy.	
10.3	Complaints Policy	
10.3.1	BG reported that the complaints policy has been through a thorough review on the basis of feedback received during the consultation period and from Principals, Directors and Councillors who sit on panels or are close to the process. Although significant changes were not made there is a good deal of rewording to make the policy more accessible. Clearer guidance is provided around how complaints about the Principal are managed. A range of documents have also been developed to sit alongside the policy including a one-page guide to help families and other complainants to navigate the process and a one-page guide for panel members.	
10.3.2	BG confirmed she had also had a discussion with ACH, following a specific panel, around panels are formed and any opportunity to direct a complainant away from the use of a panel where it is not proportionate or where the panel has no power to resolve the specific concern. There are specific obligations that mean a complainant has to be provided with the opportunity to attend a panel hearing. However, there may be some softer tools that can be used to support those people making complaints so they understand what the panel is able to consider. The make-up of the Stage 2 complaints panel was discussed. It may be that an independent person is not required on every panel. MD provided some relevant information following an Ofsted visit. ACTION: BG will carry out further investigations and report back to the board. SCO made a suggestion for amendment around meeting all access needs rather than solely providing a translator. This will be updated. The board approved the complaints policy.	BG
10.4	Annual Safeguarding report	
10.4.1	SW spoke to the Annual Safeguarding report (provided for information only) and the safeguarding section of the Operations report. SW advised that she works very closely with the trust DSL and the online safety network. Considerable work was undertaken last year and this will be built on over this coming year. DSLs are well supported but are feeling the post-pandemic pressure. SW confirmed the team work with other trusts and external agencies.	
	Questions from the board	
10.5	There are is variety in the number of complaints received by each academy. How do we oversee those complaints? BA is reported to have made significant improvements over the year and yet there are a very high number of complaints there.	
10.5.1	We do sometimes see complaints spike in those academies that are on a steep improvement journey and this is quite often for a year. BA has had two years with quite significant numbers. Over the last 6 months BA has engaged with the central team who have helped them navigate through the process ensuring they have support where needed. We are hoping with further training to be rolled out across the trust we will see less complaints overall and less escalated to stage 2.	
10.6	Do we have enough DSLs across the trust?	
10.6.1	We have been building the capacity, confidence and competence of the DSLs over time. We have capacity in the central team in the form of a trust DSL, who is supported by me. At academy level we have a good level of representation and broadly a good degree of capacity. That said, the role is huge and we are working hard to build broader safeguarding teams, including the level of professional development across the piece.	

10.7	How are you teaching and linking the sexual violence and harassment part of the curriculum, particularly at primary level?	
10.7.1	We have done lots of work around the RHSE curriculum, supported by the Institute team, to put the policy into practice. We have mapped out and curated the citizen's curriculum which is proactive and preventative and age-appropriate to ensure children can function safely at an age-appropriate stage. The team have had sexual violence and harassment training and we ensured it was taken up by every member of staff, with Principals checking that the training has been heard and understood by all staff. We are tracking patterns through CPOMs to inform and adapt the curriculum.	
11	Report of the Sub Groups and Academy Council issues	
11.1	Audit Committee	
11.1.1	There has been no meeting since the last Board meeting. The next meeting is 1 December 2021.	
11.2	Finance Executive Group	
11.2.1	There has been no meeting since the last Board meeting. The next meeting is 24 November 2021.	
11.3	Premises, Projects and ICT Executive Group	
11.3.1	Meeting on 12th October ACO reported on the recent PPI meeting. The group reviewed the risks pertinent to the PPI group and reviewed major projects being undertaken. In terms of IT risks, the group were comfortable that they were under control, however, the level of investment in IT is only just sufficient; which is not an unusual picture in companies. It is something to keep a watching brief on. There has been good success across the trust in the introduction of new IT behind the scenes. On the estates side there have been great successes from the team, such as the Post 16 build, against a backdrop of worsening market conditions and supply availability. The KOA canteen build has been a project with many challenges and at present the project is over budget; this is not unexpected. The team in Rolls-Royce is getting involved to suggest some alternative suppliers. Academies are preparing their proposals for the Schools Condition Allocation.	
11.4	People and Wellbeing Executive Group	
11.4.1	The P & W group met on 13 October 2021. The group reviewed the risk register, Health and Safety and Strategic Area B. For Health and Safety there was the usual high standard and due diligence from the team, who are pleased to be getting back to the normal Health and Safety business following the impact of the pandemic. There were good outcomes reported on the self-assessments that took place in Term 5 and Term 6, with the exception of SV which is a current area of focus. The group also discussed some of the issues reported in the HR report around absence and retention of professional services staff.	
11.5	Remuneration Committee	
11.5.1	The Remuneration Committee has not met since the last board meeting. The next meeting takes place on 2 November 2021.	
12	Any Other Business	
12.1	The draft agenda for the strategic review meeting of 9 December 2021 is attached at Flag P. The December meeting will be in person and will take place at the CLF Institute.	
12.2	The meeting closed at 19.06 hrs.	