

Minutes - Board of Directors

Version: Approved
Meeting Date: Thursday 4 May 2023
Location: Microsoft Teams
Time: 4.00pm

Chair:	Paul Olomolaiye (PO)	Chair of the Board
Members:	Rachel Mortlock (RM)	Director, Vice Chair of the Board
	Anthony Cherry (ACH)	Director Leaving early
	Adrian Coleman (ACO)	Director
	Su Coombes (SCO)	Director
	Bryony French (BF)	Director
	Suzanne Carrie (SCA)	Director
	Deb Atack (DA)	Director
	Tim Spratt (TS)	Director
	Mark Davies (MD)	Director
Attendees:	Steve Taylor (ST)	CEO
	Dan Nicholls (DN)	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
	Rachel Mylrea	Director of HR
	Sarah Lovell (SL)	Chief Operating Officer
	Elizabeth Tincknell (ET)	Head of Governance
	Wendy Hellin (WH)	Clerk
Apologies:	Bethan Owen (BON)	Director
	Nicky McAllister (NM)	Director

Minutes

Item	Description	Action
1	Introductions, Administration, Apologies	
1.1	PO welcomed everyone and introductions were made. Apologies are recorded above.	
2	Declarations of Interest/Member & Director Declarations	
2.1	No verbal declarations were made.	
3	Minutes of Previous Meetings	
3.1	Minutes of the meeting of 4 May 2023 were approved.	
4	Matters Arising	
4.1	NA	
5	Strategic and Educational Updates	
5.1	CEO Briefing and Updates	
5.2	The following updates were provided:	

	<ul style="list-style-type: none"> Last week, members of the WHA PSG joined ST and SL in visiting the new site for WHA. It is planned that from September it will be a dual site. SL highlighted there is a potential risk that it will not be open on time, in September. <p>Exam updates – primary assessments:</p> <ul style="list-style-type: none"> There are a range of national and internal exams taking place. KS1 SATs have started and next week it will be KS2. The Year 4 multiplication check takes place week commencing 5 June, and the phonics check the week commencing 12 June, followed by EYFS foundation stage data. There is provision in place to support staff in schools to support the pupils to be ready for the assessments. This is through PAC, raising attainment and through performance reviews for the Principals. Regular slides are sent to Principals acting as reminders of what to do, when and what to report. Data from the maths mock for Year 6 shows an upward lift from last year to this year. The picture is also positive for reading, with teams well supported for next week. <p>Exam updates – secondary and Post 16:</p> <ul style="list-style-type: none"> The alignment of assessment across the trust over time is making a huge difference. For Year 12 and Year 13, colleagues are aware that these are the cohorts that missed standard exams at GCSE due to the Centre Assessed Grades (CAGs) and then Teacher Assessed Grades (TAGs), as well as missing a good proportion of time in school. This is now playing out as they approach their Post 16 exams. Academies have been focused in this area for some time and have been carrying out deliberate acts to support those students. For all year groups, academies are focused on disadvantaged first and even over. Colleagues are supporting disadvantaged students more than ever particularly at those points in time where they miss the support that other students will receive at home, such as support with Y9 option choices, with finding work experience placements and of course with revision. 	
5.3	Questions from the Board	
5.4	Are there any outliers? Any concerns or worries about individual schools?	
5.4.1	Yes, there are some that remain a concern. There are also some previous outliers, that have improved due to benefitting from the strength of the trust. There remains concern around MPA and KOA. There is still a lot of work to do at KOA despite the resource that has been applied there. The EP and SP are providing direct support where needed, based on the data and outcomes.	
5.5	Given the benefits of the dividend of the trust, are you expecting the same differential this year?	
5.5.1	Yes, that is what we are hoping for, and we can see it in the data. We cannot predict what the national figure will be. Pupils have generally been in school more this year. The data we have so far is showing we are looking at the increase we need, but we will have to wait and see.	
5.6	In relation to outcomes, you have included in the data the PP gap. What is the data for BAME students in relation to whether the gap there is increasing or decreasing?	
5.6.1	We have not included that in the data slide, but we do track that and share it with our academies. (The data for BAME students was added to the chat function and shared within the meeting.)	
5.7	<p>Mock Data:</p> <ul style="list-style-type: none"> Mock data and predicted summer outcomes were shared for secondary academies. Detailed data and expected outcomes will be discussed in more detail at the Executive Scrutiny meeting next week. 	

	<p>At present it is expected that overall, for secondary students, they will have outcomes roughly as those of last year, with progress down about a third of a grade per pupil. This is based on the mock exams and using old progress curves.</p> <ul style="list-style-type: none"> There are some pleasing signs in the predicted data, with HWA and JCA both expected to perform well. 	
5.8	Questions from the Board	
5.9	Post Covid there were some specific funds for supporting disadvantaged pupils, such as the recovery fund. Are those funds continuing or have they stopped? How sustainable is the current support for Pupil Premium students post Covid?	
5.9.1	The support for disadvantaged pupils remains unswerving across the trust and this is having impact. There is positive data for primaries. It is more difficult for secondaries, and we know that the pandemic disproportionately impacted PP students more.	
5.10	<p>HR Update:</p> <ul style="list-style-type: none"> Industrial Action <ul style="list-style-type: none"> There have been 6 strike days to date and there is the potential that there will be another 3 before the summer; The NEU ballot closes 28 July; this could result in further action mid-September. Professional Services Pay Award <ul style="list-style-type: none"> The pay offer mirrors that of last year - £1925 flat rate per pay point. The trust has tried to offer additional incentives such as increased annual leave to ensure we are competitive and to support the trust's goal of being the employer of choice. Job evaluation of the lowest paid roles will be complete by the end of December 2023. The staff survey with Endurio is currently open and closes 10 May. 	
5.11	Questions from the board	
5.12	Are we paying the living wage?	
5.12.1	When the current pay award goes through, we will be paying more than the real living wage.	
5.13	<p>Sector Updates:</p> <ul style="list-style-type: none"> The DfE has commissioned further work on aspects of trust dividend from CST and have a working group of experts from the sector to consult with. DN has been invited to be one of those experts, which is great news for him and for the trust. In part due to the uncertainty on pay and ongoing strike action, the ESFA are likely to push back deadlines around when budgets are required to be submitted. It is likely to be 31 August 2023. 	
5.14	<p>Governance Updates:</p> <ul style="list-style-type: none"> LT is now in role as Head of Governance, reporting into SL as COO. LT line manages William Lamb (WL), the new Information Governance Coordinator, and Charlotte Seavill (CS), Governance Co-ordinator. CS line manages the clerking team and is leading on some of the key elements such as recruitment, induction and training of Academy Councillors. Priorities for LT and the team include: <ul style="list-style-type: none"> A review of governance, starting with Academy Councils; Policy Management – how policies are reviewed, stored, shared and approved; Risk – new approach launched in September 22; this needs to be rolled out to academies; Academy Councillor Recruitment; Communications to governance colleagues - regular and relevant; 	

	<ul style="list-style-type: none"> ○ Streamlining of HR governance recruitment processes. • Over time, other areas for focus will be internal audit, growth, general compliance and admissions. • The key strand running through all of the priorities is raising the profile of governance. 	
5.15	Questions from the board	
5.16	If you provide an update to board in 4 months' time, what do you think will have been your main achievement?	
5.16.1	There will be no vacancies for Academy Councillors.	
5.17	<p>Growth updates:</p> <ul style="list-style-type: none"> • Timelines for growth for identified potential joining schools was shared; • Sky Academy – ST reported that Sky Academy have asked if they would be able to keep their existing name after transition. This is a board decision. It is likely to help with the induction into the trust if they are able to retain the name Sky Academy. ST proposed that the board approve this request. <p><u>Decision:</u> The board approved the request that Sky Academy keep their name after transition, subject to the usual Google and marketing checks around the existing use of the name. ACTION: SL to arrange for a check to be completed on the use of the name Sky Academy.</p>	SL
5.18	<p>Tewkesbury Academy – AL provided the following updates:</p> <ul style="list-style-type: none"> • A snapshot of progress of essential works was shared; essential works are those that, if not completed, would compromise the transfer of the academy into the trust. • There is the work required to rebuild the IT network. • Project Steering Group (PSG) meetings are taking place fortnightly, and the team is identifying and managing risks throughout the project as they work on it. • The project is on track with no significant risks. 	
5.19	<p>CLF Conference:</p> <ul style="list-style-type: none"> • The summer conference takes place on 7 July 2023 at City Academy Bristol. • New staff will be joining for the first time, as will some staff from the academies joining the trust later in the year. • All board and Academy Council colleagues are invited to join the conference for all or part of the day. • The conference team are still looking for content for key notes and workshops. Anyone that can help with that is invited to contact AFL. 	
6	Growth Developments	
6.1	MD reported that a detailed discussion on the growth proposal (at Flag C) took place at the Growth sub-committee meeting last week. The minutes of the meeting are included at Flag D. MD noted that there were 2 main strands that stood out from the discussions; the desire of the trust to grow to two additional clusters and how the proposed growth fits with that model, and the desire to move to further specialised provision (AP and special) within the trust. There is some expediency required in these board decisions, in order that the proposals can go before the Advisory Board in May.	
6.2	There are three schools within the proposal. Two of the schools are linked to Learn@ MAT and the other is Heathfield, in Taunton.	
6.3	ACH advised that prior to the Growth sub-committee meeting, ACO, BF and ACH met with PO to review the information that would be helpful to be presented to board in order to ensure they can make a decision on such approvals. ACH assured the board that the papers the Growth sub-committee received satisfied those requirements and contained full and adequate information. The paper has been shared with the board in its entirety at Flag C.	
6.4	Lansdown Park and Brook Academy	

6.4.1	MD advised that the Growth sub-committee asked about commissioning arrangements at Lansdown Park. The funding for special provision comes via those commissioning arrangements and is very different to mainstream school funding. It can mean there is more inherent risk linked to specialised provision. However, the local authorities concerned have confirmed that these provisions are very much needed and are an area of anticipated growth.	
6.4.2	MD advised that Brook Academy has a direct link with Tewkesbury school and would mean a second school for the Gloucestershire cluster.	
6.5	Heathfield	
6.5.1	There are some complexities around Heathfield School. It used to be a large successful secondary school, and now has significant challenges in terms of quality of provision, reputation, and site. MD reported that the trust has been supporting Heathfield school for some time with school improvement support. Hannah Jones (former VP at HPA) has recently been appointed as Headteacher at Heathfield.	
6.6	Questions from the board	
6.7	Of the three schools proposed, one is effective in terms of safeguarding, but two of them have risks relating to safeguarding. With some of the trust's settings already placing demands on the safeguarding teams, can you provide assurance that the trust has sufficient capacity to continue to work with the current settings and support the three proposed in relation to safeguarding? Are the known risks around safeguarding for the two schools identified cultural, or are they around processes and policy?	
6.7.1	(MD) The committee did note that there were no leadership concerns listed in the paper at Flag C for Lansdown Park despite significant issues across the school. The committee received assurance that a monitoring inspection had taken place which resulted in the leadership being supported. This would not be the case if safeguarding concerns were still evident. (ST/SW) The capacity conversations taking place currently includes that for safeguarding and SEND support. There is a strong network of DSLs in the trust. We are alert to the need to continue to grow and develop the capacity there as well as in the central team and will recruit to that space if we need to.	
6.8	The board are being asked to consider and approve each school joining the trust on an individual basis. In terms of the timing of those transitions, are you able to assure the board that the trust can take on all three, simultaneously, without adversely effecting current provisions?	
6.8.1	Yes, we are confident we can. By the time a proposal is brought to board, that question has been considered in detail. There have been two further requests, in the last week or so, for schools to join the trust, and these have been declined. We are looking to grow in a measured and considered way and also look to ensure that growth brings in additional capacity to the trust, as well as requiring it. An example of this is where we are seeking to bring further specialised provision into the trust, bringing in more capacity and therefore mitigating risk for those joining but also for the existing provisions in the trust.	
6.8.2	When we learned of the safeguarding risks associated with Brook Academy, Steve Bane (trust DSL) and James Lewington (Health and Safety Officer) visited Brook and carried out an urgent audit and on the back of that audit, the school was closed for a week to allow staff to retrain on elements of safeguarding and health and safety. We are alert to the risks and are taking actions now to ensure those provisions are in the best possible place before they join the trust.	
6.8.3	In terms of Heathfield, we are aware of the risks and think we can mitigate those better by moving through this transition process at this speed. There are some risks associated with the estate at Heathfield. There has been underinvestment in the site over time and there are now some works required. We have raised this with the DfE who have mobilised their surveyor who visited the site with CLF colleagues, and we are now attempting to seek some additional capital funding for that site. We are confident that we are alert to the risks across the three	

	provisions and that we have the capacity to take on these three provisions within the timeline proposed.	
6.9	Were the CLF to take on all three schools at the time proposed, would it change the forecast for 2022/23?	
6.9.1	If they come in during this academic year, we will include their accounts in the trust accounts. If they come as planned on 1 August 2023, it will be just one month of accounts.	
6.10	What would the likely outcome be in terms of that revised forecast for 2022/23?	
6.10.1	When an academy joins, all the assets and liabilities transfer to us. However, we are discussing with Learn@ what liabilities will stay with them and what will transfer over to us. There is a similar conversation taking place with Heathfield, although they are not likely to join us this academic year. One month of accounts will have minimal impact. The big change will be to the balance sheets.	
6.11	It might be useful to add two other lateral lines to the finance information, the first to show what losses or surpluses there are for any proposed school, and the second would be to show the number of pupils the provision requires to get to a breakeven budget position (where it is currently showing a loss, or breakeven position). Do you know the pupil number required to ensure Brook Academy gets to a breakeven position?	
6.11.1	It is not mainstream provision, therefore the staffing model is not standard; it depends on the particular needs of the pupils on roll, so is not easy to calculate. We can provide confidence that Bristol is very keen for the provision at Lansdown Park to remain in place, and similarly Gloucestershire Council are keen for Brook Academy to grow and are suggesting there will be even greater demand and have requested that the long-term plan is that the capacity of the academy is increased to accommodate 80 pupils. This provides us with some assurance around expected income. It is a legal obligation that schools transferring from a local authority to a MAT do so with no deficit. A conversation is taking place with the DfE for the academies to come out of their current sponsorship arrangements so that they can transfer on a zero-budget basis. This would mean the CLF would not inherit any liabilities.	
6.12	In the report it states that Heathfield has a carry forward of £1.3m, yet the risks still include finance. What is the position there?	
6.12.1	Maintained schools do not manage their accounts in the same way as the CLF; they do not include accruals. This means the £1.3m carry forward is just a snapshot of a moment in time and may change when they have settled any further invoices or bills. At the end of May, we will review the income and expenditure and then will have a clearer picture. The current financial risk is that we don't have enough finance information. However, they have a high student number which looks to be sustainable and a sizeable budget.	
6.13	In the report it mentions the lack of recognition given to Heathfield by the community. What does that mean in terms of its governance? How much strength or weakness is there in the governing body?	
6.13.1	It currently has an IEB appointed, which suggests that prior to that being in place, the LA was not satisfied with the quality of governance. Since then, we have developed a good working relationship with the IEB and contributed to the recruitment of the Principal. We are preparing to support conversations with the community which we do anticipate to be challenging.	
6.14	End of questions	
6.14.1	MD noted that there was also a duty of care as a system provider, to take on these schools and consideration needs to be given as to how the trust impacts on the wider education system.	
6.14.2	<u>Decision:</u> The board approved the transfer into the trust of Lansdown Park, Brook Academy and Heathfield School, as per the proposed timeline.	
7	Governance	
7.1	Proposed Appointment of new Chairs of Academy Council	

	<ul style="list-style-type: none"> Begbrook Primary – Hayley Moulding Evergreen Primary – Matt Johnson <p><u>Decision:</u> The board approved the proposed appointments for COACs at BPA and EPA.</p>	
8	Any Other Business	
8.1	<p>WHA</p> <p>ACH added some further information for the WHA expansion project. Due to a delay over power supply, there is risk of delay in opening in September; this may yet be remedied. In addition, it has been identified that due to inflation and other factors, there is a shortfall in funding for the fixtures and fittings element of the new build, to approximately £0.5m, with the possibility that the trust will have to meet this cost. All measures are being taken to reduce that figure, such as sourcing redundant equipment from existing schools. It may be that the LA will provide some further funding at some point in the future. SL advised that discussions are still underway with the LA and that ongoing conversations may lead to the need for some investment of reserves to ensure pupils at that school have the best start possible.</p>	
9	Close of Meeting	
9.1	The next meeting takes place on 22 June 2023. The meeting closed at	

Action date and no	Relates to item no	Action	Owner
04.05.23 / 1	5.17	SL to arrange for a check to be completed on the use of the name Sky Academy.	SL