

# Minutes - Board of Directors

**Version:** Approved  
**Meeting Date:** Thursday 9 December 2021  
**Location:** Microsoft Teams  
**Time:** 4.00pm

<b>Chair:</b>	Paul Olomolaiye (PO)	Chair of the Board
<b>Members:</b>	Bethan Owen (BON)	Vice Chair of the Board
	Anthony Cherry (ACH)	Director
	Nicky McAllister (NM)	Director
	Adrian Coleman (ACO)	Director
	Su Coombes (SCO)	Director
	Bryony French (BF)	Director
	Suzanne Carrie (SCA)	Director
	Nusrat Arshad (NA)	Director
	Mark Davies (MD)	Director
	Rachel Mortlock (RM)	Director
<b>Attendees:</b>	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
	Bryony Green (BG)	Director of Corporate Services
	Sarah Lovell (SL)	Finance Director
	Helen Davies (HD)	Deputy Finance Director
	Wendy Hellin (WH)	Clerk
<b>Apologies:</b>	Deb Atack (DA)	Director

## Minutes

Item	Description	Action
<b>1</b>	<b>Introductions, Administration, Apologies</b>	
1.1	PO welcomed everyone and introductions were made.	
1.2	The updated risk register is included for reference at Flag A*. This is a starred item.	
1.3	Directors are reminded that they are able to access the CLF Governance handbook via Teams. Apologies are recorded above.	
<b>2</b>	<b>Declarations of Interest/Member &amp; Director Declarations</b>	
2.1	No verbal declarations were made.	
<b>3</b>	<b>Minutes of Previous Meetings</b>	
3.1	Minutes of the meeting of 14 October 2021 and 23 November 2021 (Extraordinary meeting) were approved.	
<b>4</b>	<b>Matters Arising</b>	
4.1	10.5.3.1 Area B will be approved by Chair's action – this item is complete.	

4.2	10.3.2 BG will research complaints panel make-up and report back to the board – this item is covered within the Operations Report. Nus – partial delegations to be picked up after the meeting with BG	
4.3	NA and BG agreed to discuss partial delegations outside of the meeting.	NA/BG
<b>5</b>	<b>Education Report</b>	
<b>5.1</b>	<b>Input from Educational Scrutiny</b>	
5.1.1	BON reported that she and DN had met to discuss the strategic plan; details are included in the Education Report.	
5.1.2	RM reported that the scrutiny panel for the Bristol cluster met in November and met with 3 academies: BMA, CAB and EPA. RM had met the EP prior to the meeting and had a briefing paper. Rather than specific questions, the paper now included themes for the panel to explore with the Principal and Chair of each academy. This allowed discussions to be deeper and more individual. RM noted she would like to get feedback from Principals on how they thought the process went. Action EPs to gather feedback from Principals.	<b>EPs</b>
<b>5.2</b>	<b>Key Stages EYFS to P16</b>	
5.2.1	DN provided an update on the situation with regard to the Omicron variant. Next term is likely to have significant staffing challenges. At present all academies are fully open and no year groups have had to be closed. Staff are continuing to work hard around attendance of students and the associated safeguarding.	
5.2.2	DN reported on the two recent Ofsted inspections: <ul style="list-style-type: none"> <li>DSSB – this was a Section 5 inspection of a previously RI school. The judgement is now ‘good’. The Principal has shared learning with other secondary Principals recognising that the experience at DSSB may be different due to the scale of the school.</li> <li>WFA – this was a Section 8 inspection of a ‘good’ school and there was a single inspector present. The Principal has shared learning at the Leadership Forum meeting around the curriculum and what the framework points to under inspection. The inspection was a supportive process, with the Principal leading the school, with support from the Executive in the background. The outcome is yet to be announced officially.</li> </ul> ST ST congratulated SA and SW who provided significant support to the school over recent years and throughout the inspection, and thanked BON for her role representing the trust at both inspections. It was well received by Ofsted with the board very well represented. The Chairs of both academies were also very well received.	
5.2.3	DN highlighted the KS3 section of the report; students in year 7, 8 and 9 now follow the same curriculum which has been designed and curated for teachers in the trust by teachers in the trust. All students in KS3 have sat the same English, maths and science papers and this will provide rich data for the trust.	
5.2.4	Trust wide data was discussed. Data at JCA is very strong and CAB looks secure. In the middle of the table is HWA, HPA and BBA. There are some concerns with the early indications around data at KOA and BA.	
5.2.5	KR shared some headlines around Year 6. Trust-wide data shows the combined figure for the trust has dipped slightly to 31% for Term 2 this year, compared to 36% for Term 2 last year. Data is being reviewed within the performance reviews with teams looking at the bright spots and exporting the practice there across other departments.	
	<b>Questions from the board</b>	
<b>5.2.6</b>	<b>In terms of education scrutiny, the education report has recommendations around the variation in performance. Is that something the scrutiny committee will focus on going forward?</b>	

5.2.7	The next scrutiny meeting is the Executive Scrutiny meeting that takes place on 11 January 2022 and this will be a topic of discussion, including why progress is made in some academies and how it can be shared across the trust.	
<b>5.2.8</b>	<b>What is the percentage of PP students across secondary schools? Is the trend for the PP gap that there is less of a gap where the percentage of PP students is higher?</b>	
5.2.9	The two tables included in the report show only a fraction of the data and how we look at it. We have data that goes right down to class level showing disadvantaged students' starting points and the progress they are making. The percentage of PP students at each academy varies. At CAB there are around 60% of students that are disadvantaged, and they are doing well. At JCA there are fewer PP students, and the gap is the largest. Academies in East Central Bristol tend to do very well with disadvantaged students; South Glos less so, and there is a mixed picture in North Somerset.	
<b>5.2.10</b>	<b>The report refers to challenges for King's Oak Academy and Broadoak Academy for maths. What are you seeing; are there trends for years 7, 8 and 9 in those schools and if so, how are you preventing the need for intervention at Year 11? Is the maths curriculum in place the right curriculum for King's Oak Academy and Broadoak?</b>	
5.2.11	During a recent Education Executive meeting, colleagues reviewed all the data and highlighted ten priorities including maths at King's Oak Academy and Broadoak Academy. The School Improvement Team are already focused on those academies, providing 4.5 days a week of support. We are now directing more resource to Broadoak Academy as a consequence.	
5.2.12	The data we now have means that for the first time we can compare data across the whole trust for KS3. The KS3 maths curriculum is the right curriculum for those academies, however, the enactment and teaching of it is less strong.	
<b>5.2.13</b>	<b>Have we made significant progress in English?</b>	
5.2.14	Yes. We are seeking further improvements still. A trust-wide target of 75% has been set, with 65% for PP students.	
<b>5.2.15</b>	<b>Given that one of the key measures for disadvantaged students is attendance, and data is so varied due to Covid, can you reassure us that you are not missing any vulnerable children?</b>	
5.2.16	We are keeping a close eye on the national data releases and ensure we compare those with data from our trust. We have targets set and are introducing a trust-wide attendance policy which will be an important part of the strategy this year to nudge practice. The targets set are around the gap; the primary target is for academies to have a gap of less than 2.1%, and secondaries less than 3.6%. The gap is reported to Principals and attendance leads every Friday.	
5.2.17	In terms of safeguarding, there is a very close partnership between the attendance team, the SEND team and the behaviour teams. Procedures are robust, with colleagues looking at the data line by line to ensure we have eyes on every child.	
	<b>End of Questions</b>	
<b>5.3</b>	<b>CLF Institute</b>	
5.3.1	AFL provided the following updates: <ul style="list-style-type: none"> <li>• Most of the CLF Institute work this term has focused on the Five Counties Teaching School Hub Alliance and launching the DfE programmes.</li> <li>• Recruitment is good and CLF staff are benefiting from these, with over 100 staff engaged in programmes.</li> <li>• AFL is still waiting for the ITT market review outcomes; the government have now published headlines, and these include that ITT providers will have to reapply for accreditation in a fairly short timescale. Those newly accredited will not deliver until</li> </ul>	

	<p>2024/25 (and recruited in 2023/24) meaning the current provision falls into the Ofsted window and may be inspected.</p> <ul style="list-style-type: none"> <li>Recruitment data is included in the CLF Institute Report.</li> </ul>	
	<b>Questions from the board</b>	
<b>5.3.2</b>	<b>Can you sustain the recruitment to ensure stability in the CLF Institute in the future?</b>	
5.3.3	We have a recruitment strategy for the SCITT which has been shared with the SCITT board and we project that we can sustain the current numbers and hope to increase them. Through the Five Counties Teaching School Hub Alliance we have leverage for additional placement capacity.	
<b>5.3.4</b>	<b>Have you targets in place in terms of diverse recruitment within leadership development programmes?</b>	
5.3.5	The suite of NPQ courses provide the leadership development programmes and where these are run through the Five Counties Teaching School Hub Alliance, we are working with Ambition Institute and there are national targets we need to meet; we have exceeded those targets. A breakdown of recruitment including ethnic minority targets will be included in the next report to board.	<b>AFL</b>
	<b>End of Questions</b>	
<b>6</b>	<b>Operations Report</b>	
<b>6.1</b>	<b>HR</b>	
6.1.1	The HR report is included in the Operations Report.	
<b>6.2</b>	<b>Estates, Projects, Contracts, Procurement</b>	
6.2.1	BG provided some background to the KOA Canteen project. ACO confirmed the project was discussed at the PPI meeting in October and observed that costs were higher than the budget. The team have been working diligently to assess costs and have accepted the offer of help from a Project Manager at Rolls Royce for advice on procurement and costing.	
6.2.2	The board are asked to approve the increased value (£800k) of the KOA Canteen project. This will be funded from reserves and paid back from the SCA over a period of time. A figure of around £100k has been included within the requested £800k by way of contingency to ensure no further slippage. The board approved the proposal.	
<b>6.3</b>	<b>CLF Governance for Disadvantaged Students</b>	
6.3.1	A discussion took place regarding the current governance structure and whether it serves the disadvantaged strategy well. It was agreed that the board and all sub-committees and executive groups will ensure they focus on the disadvantaged strategy. SCA suggested the ongoing work around the trust's approach to EIA would also help with this.	
6.3.2	BG will consider how this can be incorporated into the agendas for sub-committee and executive group meetings going forward.	<b>BG</b>
<b>6.4</b>	<b>Complaints Policy</b>	
6.4.1	The complaints policy was reviewed at the board meeting in October and had significant updates. BG took an action at that meeting to further review the make-up of the panels for Stage 2 complaints, in response to suggestions from MD and ACH. This has now been reviewed and revised wording is proposed. The Complaints Policy is included in its entirety in the board folder on Teams. The board approved the proposed change to the composition of panels.	
<b>6.5</b>	<b>CLF Template Attendance Policy</b>	
6.5.1	The board approved the CLF Template Attendance Policy.	
<b>6.6</b>	<b>FOI Policy</b>	
6.6.1	The board approved the CLF Freedom of Information Policy.	
<b>6.7</b>	<b>RHSE Policy</b>	
6.7.1	SW introduced the RHSE policy. NM asked for assurance that the policy has been implemented and is monitored and asked if the pandemic had meant the delivery of crucial	

	areas of the policy had been affected. SW advised that colleagues have accessed a lot of training in partnership with Bristol on the design and delivery of the policy and that it was interwoven in the delivery of the citizen curriculum.	
6.7.2	The board approved the RHSE Policy.	
<b>6.8</b>	<b>CLF Safeguarding Policy</b>	
6.8.1	SW reported that the Safeguarding Policy would normally be reviewed annually at the October board meeting. However, the late notification relating to updates in KCSIE meant that the policy was deferred to December. The board approved the CLF Safeguarding Policy.	
<b>6.9</b>	<b>CLF Password and Encryption Policy</b>	
6.9.1	The board approved the CLF Password and Encryption Policy.	
<b>6.10</b>	<b>Admissions Consultation for WHA</b>	
6.10.1	The board approved the decision to go out to consultation for WHA admissions due to the new building being due to be handed over for admissions in September 2023.	
<b>7</b>	<b>Finance Report</b>	
<b>7.1</b>	<b>New Finance System</b>	
7.1.1	SL provided information on the purchase of a new Finance System. Last year the board approved a spend from reserves ahead of the procurement process. The board were asked to delegate two Directors to approve the procurement of the new system. Cost for the first year will be in the region of £100k-£165k. The board delegated this to BF and ACH.	
<b>7.2</b>	<b>Approval of going concern statement</b>	
7.2.1	SL reported that there is a new requirement from an audit perspective in that the auditors now require that the statement of going concern is approved by trustees. SL advised that the going concern status was discussed at the Audit Committee meeting. The trust is in a strong financial position, with student recruitment strong across the trust. Reserves are good and the educational performance is strong and improving. Whilst there is a LGPS deficit this is not unique to the trust and is underwritten by government. ACH advised that the Audit Committee had supported the view that the statement of going concern should be approved by the trustees. The board approved the statement of going concern.	
<b>7.3</b>	<b>Approval of external auditors</b>	
7.3.1	SL advised that the current contract with Bishop Fleming expires in the spring. A new 3-year contract has been procured via a framework and the outcome of that process is that it is recommended that Bishop Fleming are appointed on a 3-year contract with the option to extend by a further year. The board approved the proposal.	
<b>7.4</b>	<b>Statutory Accounts</b>	
7.4.1	The board were asked to approve the 2020/2021 statutory accounts. SL reported that: <ul style="list-style-type: none"> <li>• The accounts have been reviewed and approved by the FEG and Audit Committee;</li> <li>• The trust is in a good financial position; key highlights are included in the finance report;</li> <li>• The debt inherited from CAB (£1.1m) has now been fully repaid;</li> <li>• The trust is ending the year with reserves of around £8m; this includes some elements of SCA that needs to be utilised this year;</li> <li>• Bishop Fleming have audited the accounts and have made minor recommendations relating to purchase orders and a technical point around dates recorded.</li> </ul> The board were asked to approve the accounts and lay them in front of members at the AGM. The board approved this proposal.	
<b>7.5</b>	<b>Approval of Reserves spending</b>	
7.5.1	SL reported that the following had already been approved as spending from reserves: <ul style="list-style-type: none"> <li>• £100k for the finance system (see above and approved in principle);</li> <li>• £300k to complete the Post 16 new build (approved prior year);</li> <li>• £150k to support the transition to the new COO role and supporting structure.</li> </ul>	

7.5.2	<p>SL requested approval from the board for a further three projects:</p> <ul style="list-style-type: none"> <li>• Up to £410k to reconfigure Hans Price Academy's layout to provide more science classrooms to meet the demands of the larger cohort.</li> <li>• Up to £250k for the first of 4 stages to replace Broadoak Academy's heating system.</li> <li>• Up to £280k for a range of reserves bids that were assessed by the reserves committee.</li> </ul> <p>The board approved the proposal.</p>	
<b>8</b>	<b>Strategic Developments – CEO Report</b>	
8.1	Directors were asked to make themselves available to act as a Director of a CLF trading company. There is currently one vacancy for a Director of JCA.	
8.2	During the extra meeting held on 23 November 2021 it was agreed that a sub-committee of Directors would be formed to work with the Executive on the growth strategy, focusing specifically in the first instance on whether the CLF should consider becoming a mixed MAT. BON, RM, ACH and MD are on the sub-committee. A meeting to discuss Mixed MATs is planned for 16 December. NA asked if the rationale for the five areas to be considered by the Mixed MAT sub-group could be shared with the wider board. ST advised that this is contained in his CEO report for this meeting.	
8.3	ST reported that the EDI strategy was a focus at the recent leadership forum meeting, where SW invited the new Chair of the RESG to speak to all Principals and Executive Team colleagues. It was an opportunity to support Principals to understand where EDI fits into the strategic plan, to detail the scoping work that has taken place and to set out the projects for focus.	
<b>9</b>	<b>Governance</b>	
<b>9.1</b>	<b>Input from Chairs of Academy Council meeting</b>	
9.1.1	SCO reported on the last COAC meeting. Chairs were updated on the progress of the SEF; BG has proposed a pilot takes place in January. A questionnaire has been developed for ACs to complete with the Chair being supported by another Chair or a Director. Feedback from the academies taking part in the pilot will be provided in the summer ahead of a trust wide launch.	
<b>9.2</b>	<b>Renewal of TOO for existing Chairs</b>	
9.2.1	It is proposed that the TOO for ACH as Chair of SA is extended by four years. The board approved the proposal.	
<b>10</b>	<b>Report of the Sub-Groups and Academy Council issues</b>	
<b>10.1</b>	<b>Audit Committee</b>	
10.1.1	The Audit Committee met on 1 December. ACH reported that the committee reviewed the annual accounts and received the report of the external auditor. The committee also heard the internal audit plan from Haines Watts, the new internal auditor. ACH noted that it had been helpful to have MD on the Audit Committee as a member and that his external perspective had been most useful. The next meeting takes place on 16 March 2022.	
<b>10.2</b>	<b>Finance Executive Group</b>	
10.2.1	The Finance Executive group met on 24 November 2021. BF reported that the annual accounts were reviewed, as well as the updated management accounts for October. The risk register was also examined. The next meeting takes place on 1 March 2022.	
<b>10.3</b>	<b>Premises, Projects and ICT Executive Group</b>	
10.3.1	The PPI group has not met since the last board meeting. The next meeting takes place on 8 February 2022.	
<b>10.4</b>	<b>People and Wellbeing Executive Group</b>	
10.4.1	The P & W group has not met since the last board meeting. The next meeting takes place on 9 February 2022.	
<b>10.5</b>	<b>Remuneration Committee</b>	

10.5.1	The Remuneration Committee met on 2 November 2021. The committee received a paper in advance from the HRD outlining several recommendations for the outcomes of all performance management reviews across the trust and pay awards proposed.	
<b>10.6</b>	<b>Reserves committee</b>	
10.6.1	SL reported that the Reserves committee is not an official sub-committee of the board. It is made up of senior leaders and the Executive Team. The group discussed the reserves proposals previously mentioned within the finance report.	
<b>11</b>	<b>Any Other Business</b>	
11.1	The draft agenda for the strategic review meeting of 3 February 2022 is attached at Flag N.	
11.2	The meeting closed at 18.45	