

Uttoxeter Learning Trust (ULT)

Minutes of the Meeting of the Trust Board held at Thomas Alleyne's High School on Wednesday 7 December, 2022 at 5.30 p.m.

Present: Mr. Slater (Chair), Mr. Pearce, Ms. Livesey, Rev. Sherwin, Mr. Haswell,
Mr. Harper

In attendance: Dr. Clark (CEO)
Mr. Davies (Clerk to the Trust Board)
Mr. Storer (CFO)

1 **Welcome:**

Trustees were welcomed to tonight's meeting by the Chair. This meeting was an important governance forum in the sense that a number of strategic decisions that were agreed at committee level needed to be formally ratified – for example, the CIF Bids that had been discussed at length by the Finance and Audit Committee. A range of documentation had been circulated in advance of the meeting along with a clear and purposeful agenda. There was a healthy level of engagement evident throughout the meeting with the necessary due diligence exercised by Trustees in relation to the various decisions that needed to be made.

The meeting was quorate.

2 **Apologies:**

There were no apologies on this occasion.

3 **Chair Power to Act:**

The Chair confirmed he had taken the following actions on behalf of the Trust Board since the last meeting:

- Put forward the details of a prospective new Trustee to Members. The Chair confirmed Members had approved this recommendation with the new Trustee, Mrs. Hunt, set to join the Trust Board from January. There is no doubt Mrs. Hunt will complement the skills and attributes of the existing membership.
- Thanked Mrs. Bennett for her service as Trustee to the ULT. The Chair confirmed Mrs. Bennett had resigned from her post and confirmed that Mrs. Hunt will be asked to take on the now vacant Link Trustee role for Safeguarding/SEND in the Spring Term.
- Put another recommendation for a Trustee to Members who has a legal and educational background. This appointment should be confirmed in due course.
- Participated in the recruitment of a new Estates and Health and Safety Lead for the Central Team. Mr. Beaver has been appointed full-time with an anticipated start date of January 2023.
- Signed letters which were sent to staff at The Richard Clarke First School with details of the revised offer linked to the Redundancy Scheme. No objections to date have been received.

- Agreed the wording for a letter that was sent to the Regional Schools Commissioner (RSC) and local MP regarding unfunded pay rises and energy costs prior to the autumn statement.

Resolved: That Trustees fully endorse the actions taken by the Chair of the Trust Board in each of the identified areas.

4 Declarations of Interest:

The CFO declared the following interests in relation to items that were likely to be discussed at tonight's meeting:

- Redundancy Scheme
- ULT Central Team.

No declarations were made by Trustees in respect of any specific items on tonight's agenda.

5 Minutes of the Previous Meeting:

Resolved: That the Minutes of the Trust Board held on Wednesday 12 October, 2022 (including Confidential Appendix) be approved as an accurate and true record.

Resolved: That the Minutes, Agenda and all reports and other papers considered at the meeting be made available for inspection if required.

The Clerk will sign and date the ratified minutes on behalf of the Chair. This task is important to ensure the PA to the CEO can ensure there is an electronic copy of historical minutes, retained for future reference and audit purposes.

6 Matters Arising:

Looking specifically at the action matrix from the last meeting:

Minute	Action Required	Action Update
8	The paperwork from the July meeting is available as a public record if required,	GREEN
8	The Clerk had signed the July minutes on behalf of the Chair and submitted them to the PA to the CEO.	GREEN
8	The Clerk/CEO have taken on board the feedback shared at the last meeting around the action matrix.	GREEN
9	It was confirmed the additional meeting to review CIF Bids was not required.	GREEN
9	It was confirmed all Skills Audits have been returned with a summary dashboard available on the Hub for all Trustees to consider at their leisure. As and when new Trustees are appointed, it was confirmed this dashboard will be updated.	GREEN
9	It was confirmed the role of the Link Trustee (Safeguarding/SEND) has been reviewed by the Education Committee. The intention is that a Link Trustee role is reviewed each half-term by the relevant committee to progress this area of governance.	GREEN
9	The plans for recording the on-going professional development of Trustees and Governors was confirmed later in the meeting.	GREEN
9	The CEO did write a letter of thanks to the retiring Chair.	GREEN

10	The CEO and Chair will be responding to the JCB consultation on behalf of the ULT.	GREEN
10	Trustees always have the opportunity to contact the CEO with specific feedback in relation to the Risk Register.	GREEN
11	The recommendation of a Trustee to Members (Mrs. Hunt) has already been referenced in the course of these minutes.	GREEN
11	It was confirmed that the referenced training has been circulated. Plans are also being put in place to hold a strategic planning day for Trustees in the New Year.	GREEN
12	The Covid position relating to absence has been shared with Headteachers.	GREEN

It is pleasing to note that all actions have been satisfactorily progressed since the last Trust Board meeting.

7 Risk Register:

The Risk Register had been shared with Trustees in advance of tonight's meeting. As always, it captured the latest strategic risks for the Trust as well as the various mitigations that have been put in place. Whilst inviting questions from Trustees on the shared Register, the CEO did draw out one or two risk areas for further comment.

Trustees need to be aware that the various teacher unions are mobilising in support of a better deal for England's teachers. The CEO confirmed she has received notice of an industrial action ballot being called by a number of trade unions which will be concluded in the New Year. If the strikes do go ahead then it is likely some disruption in the system will be experienced which Trustees will need to plan for. This matter will be revisited as a priority in the Spring Term.

Another risk area at the moment are the complications from scarlet fever which have been reported in the media. The CEO confirmed guidance has been released from Staffordshire County Council (SCC) in this area with the Trust following all of the published guidance when it comes to monitoring and reporting on this illness. Trustees welcomed the level of attention and due diligence that is being exercised in this area.

The CEO confirmed that Ryecroft C E Middle School had closed for a couple of days as a result of an issue with its fire safety system. It was reported that the issue has now been fixed.

Trustee Challenge: Trustees noted these updates and queried a couple of items. They sought clarification on why the Risk Register was not simply known by this name with the word 'Financial' deleted; why Risk 2 – Central Services – could not be downgraded from 'high' given the recent recruitment mitigation that has been put in place; the need for the risks around the strikes and scarlet fever to be made more explicit within the Register and, finally, what provision the Trust has in place should there be a notifiable outbreak around scarlet fever with all key stakeholders needing to be informed in a timely fashion.

The CEO welcomed all of these points and provided the necessary clarification. Trustees were reassured that the Risk Register will be updated to reflect the feedback from Trustees at tonight's meeting;

Resolved: That the CEO take account of this action.

8 External Audit:

There was an update provided at tonight's meeting in relation to the external audit of the Trust accounts and the ratification of the Annual Report and Financial Statements for the year ended 31.08.22.

The CFO confirmed that the Finance and Audit Committee had met with the external auditors (Mazars) on 01.12.22 to discuss any outstanding actions that were required in relation to the Trust accounts. Mazars went away from this meeting to action a number of points and there has been further email correspondence between the external auditor and CFO to finalise the audit documentation. A draft of this documentation was sent to the CFO shortly before tonight's meeting which did not give Trustees enough time to apply the necessary level of due diligence and scrutiny to this financial return.

The CFO confirmed that there were still a number of minor points that the external auditor needed to address in the coming days. It was determined that Trustees would come together on 14.12.22 at 9.00 a.m. to formally ratify the Annual Report and Financial Statements. It is anticipated that the final draft documentation will be shared with Trustees on 12.12.22 or 13.12.22 to allow them sufficient time to prepare for this Wednesday meeting.

Resolved: That the CEO set up a Teams meeting to facilitate this ratification process. The CFO to circulate the final draft of the documentation as soon as it is available.

The Chair thanked Trustees on the Finance and Audit Committee for their engagement with this process. It is anticipated that the Wednesday meeting will close the loop on the external audit with documentation to be signed and submitted to the ESFA by the end of year deadline.

9 CFO Update:

The CFO was invited at this point in the meeting to share an update on the ULT finances and any pertinent issues that needed to be brought to Trustees attention. The following overview can be reported:

1.1 – CIF Bids

The Finance and Audit Committee had exercised a significant amount of due diligence in relation to CIF Bids for 2023-24. Prior to tonight's meeting, the CFO had confirmed by email that the following CIF applications would be supported, subject to ratification by the Trust Board:

School	Bids	Details
All Saints C E First School	1	Damp Remediation Works
Picknalls First School	1	Electrics
The Richard Clarke First School	1	Boilers
Oldfield Hall Middle School	2	Roof Fire/Electrics
Thomas Alleyne's High School	1	Boundary Walls

Further details on these bids can be found within the Finance and Audit Committee Minutes (01.12.22).

There was confirmation that some of these bids will see a more significant contribution from schools (above the minimum contribution) to give them every chance of being successful. There was also some detail provided as to why the Oldfield's CIF Bid has had to be revisited following the discussions that had taken place at committee level. Essentially, the financials linked to the CIF Bid have had to be reworked with all necessary steps being taken to ensure what was being proposed remains sustainable and does not put the School in a vulnerable

position. The CFO reassured Trustees that the necessary due diligence had been applied to this late change with all key stakeholders being satisfied with the course of action being proposed. Finally, there was confirmation that the next cycle of bids (2024-25) would probably be the last. The likely growth of the Trust means a new funding stream (the School Condition Allocations Funding Model) would need to be accessed to support future premises-based work.

Trustees felt that there was no reason not to support the CIF Bids that were being proposed. It was agreed that the proposed schedule of work would at some point need to be completed across the Estate with the financial assistance provided through CIF too significant not to act. Trustees were also confident that the individual schools could support their financial contribution without putting schools in a vulnerable position (based on information shared by the CFO).

Resolved: That the CIF Bids for 2023-24 be ratified with immediate effect.

Trustee Challenge: Trustees requested that for the next round of CIF Bids, the governance process surrounding any last-minute changes and the financial information that is shared is tightened. Trustees felt some sort of checklist would be helpful that would include what the Bid was; how the Bid impacts on the Budget Modeller; the size of contribution to the Bid from the School/Trust and the key signatories' hat would reflect the layers of governance that the bids have passed through prior to formal ratification.

It was accepted, however, that there are already more checks and balances in this process than 12 months ago which is a positive development with schools having to submit a formal request for a CIF Bid in the first instance.

The CFO welcomed this feedback and will give some thought to how the governance model in this area can be further enhanced/improved.

Resolved: That the CFO take account of this action.

1.2 – Pay Rises

Trustees were given information as to how the accepted pay rise for school support staff is being incorporated into working budgets with the pay offer to be backdated to April 2022. The same clarification was provided in relation to teacher pay rises which will be backdated to September 2022. Trustee noted this information.

1.3 – Additional Funding

Although very much in its infancy, the CFO confirmed that schools are set to receive additional funding from central government to help ease the challenges from inflationary pressures that the whole of society is experiencing at the present time. This extra funding will take the form of additional capital funding which can be spent on improving a school's energy efficiency or other capital-based projects. The CFO gave an example of how this funding would impact the Budget of the high school with the capital funding available set to double based on the latest guidance that has been circulated.

It was agreed that the Finance and Audit Committee will need to revisit the impact of this additional funding stream at the next meeting. The timing of when the funding will be received will also need to be discussed given academies and maintained schools work to different financial cycles.

Resolved: That the CFO be thanked for his informative update around the Trust finances. He was commended for all of his hard work and due diligence that he continues to exercise in this critical area.

10 Safeguarding Update:

There were no significant Safeguarding updates to share with Trustees.

The CEO did confirm that she has had some guidance come through that she would upload to Governor Hub relating to how the needs of transgender pupils should be met within the ULT school system. Whilst Trustees welcomed the circulation of this material and the need to be informed on this matter, it was felt that no affirmative action should take place in this area until the necessary advice and guidance comes through from the DfE. There is also the three-tier model to consider and how any guidance of this type might filter down and be appropriate for the first, middle and high schools.

Resolved: That the CEO upload this material to Governor Hub,

11 CEO Report:

The CEO was invited at this point in the meeting to draw out any key matters from her Report that needed sharing with Trustees. The following update can be reported:

1.1

As well as the schools that have already successfully navigated an Ofsted inspection the CEO confirmed the remaining timeframe for any remaining schools that will be put through the external validation process. All efforts are being directed to putting these remaining schools on an Ofsted Readiness footing.

1.2

A significant update was provided around the changing SIAMS Inspection Framework from September 2023 and the increased role of the Trust within this framework. According to published data, three ULT schools are identified for inspections this year which will require an increased focus from Trustees and school leaders on the revised inspection requirements.

As the Trust's designated Link Trustee for Christian Distinctiveness, Rev. Sherwin confirmed that some preliminary actions are already being taken – i.e. tapping into the excellent practice that is already taking place within ULT schools (Windsor Park Middle School stands out) and reviewing the Trust's Scheme of Delegation to cement Christian core values. It was also noted whether Trustees should set up a specific Christian Distinctiveness sub-committee to help schools prepare for SIAMS inspections and understand the requirements in more detail. Trustees felt this was an excellent idea.

Resolved: That a Christian Distinctiveness sub-committee be established with a membership of Mr. Slater, Ms. Livesey and Rev. Sherwin.

Finally, it was confirmed that opportunities for training in relation to the new framework will be shared in the New Year, as supported by a Trust-wide SLA with the Diocese.

1.3

The CEO was pleased to announce that the Trust is looking into a Management Information System (MIS) That will better meet the local needs of schools. Various third-party solutions are being explored with a decision to be made once the necessary due diligence had been completed. It is imperative a solution is found sooner rather than later to facilitate a more effective level of data/information sharing across the Trust which will of course be beneficial to Trustees.

1.4

A general overview of the Ebacc curriculum was provided with it being noted that the high school's percentage uptake is considerably lower than the DfE, national and Local Authority (LA) benchmarks.

Various discussions have taken place between the Chair of the Trust Board, the CEO and the Headteacher at Thomas Alleyne's High School on this matter. There have also been discussions within the LGB as to whether a language should be mandated to increase the current take up. The CEO reported that at the moment a decision had been taken not to force the issue by mandating a language but to explore other ways that this particular metric could be improved – i.e. working more closely with Middle schools to increase uptake and offering additional lessons for abler pupils outside of normal lesson time. As Trustees pointed out, forcing particular subjects in one area means other subjects are pushed out which is not necessarily the right thing to do from a curriculum intent and broad and balanced curriculum perspective.

Trustee Challenge: Trustees felt that the decision around Ebacc and increasing uptake does need to rest at a local governance level. There were questions around how Ofsted might perceive this lower percentage but Trustees were comfortable with the steps that are being taken.

Trustees confirmed they would be happy to revisit this matter at a future meeting for a more detailed discussion.

1.5

The current staff professional development programme was shared with Trustees. This included the actions that have been taken around curriculum leader training and the sharing of the programme for the annual Trust conference – Light Up Learning – on 04.01.23. It was confirmed that Trustees are more than welcome to attend this Trust-wide event.

In addition, the CEO is seeking out opportunities to work with other Trusts which includes the West Midlands Learning set supported by the RSC. Over time, this collaborative engagement opportunity should bring real benefits to the ULT.

1.6

The CEO confirmed that the outcomes from the Staff Wellbeing Survey have been discussed with Mr. Haswell with clear next steps agreed. Trustees were encouraged to hear that this survey will be repeated on an annual basis to gauge staff feelings over time with the Trust also working to the Staff Wellbeing Charter. In addition, there are also plans to review the exit interview process to make it more streamlined and efficient.

1.7

Trustees are aware that the plan was to review each Link Trustee role descriptor every half-term. With the Safeguarding/SEND Link Trustee role having been recently reviewed, it was suggested that the next focus will be on Christian Distinctiveness that will be picked up at the next Education Committee.

Resolved: That the CEO add the Christian Distinctiveness role descriptor to the agenda of the next scheduled Education Committee where it will be discussed.

1.8

The plans for an external governance review were shared with Trustees. Ms. Livesey is supporting the CEO with this work with the 'Confederation of School Trusts' set to progress this review in the New Year. Trustees can expect further updates as this external governance review gets underway.

1.9

The CEO confirmed how the ULT will be recording the training of Trustees and Governors moving forward. Statutory training records will be maintained centrally whereas Governor Hub has a facility for Trustees/Governors to manage and record non-mandatory training under their individual profile. This arrangement will take immediate effect with the Clerk offering to support Trustees if they have any issues generating and saving their own individual training profile.

2.0

Following the recruitment of a full-time CFO and an Estates and Health and Safety Lead, the Trust Board again needs to revisit its strategic direction and ensure the Central Team is fit for purpose in the short to mid-term. Some of the key lines of enquiry were covered in the CEO Report and it was agreed a Trustee away day will take place in January to consider these matters in more detail.

2.1

The latest plan to grow the Trust and potentially bring new schools into the fold was detailed in the CEO Report. This included the on-going collaboration with Alleyne's High School and a request from Springfield First School for Associate membership. On this last point, Trustees were asked to consider whether Springfield should be charged for the associate membership, even if it is a small nominal fee. It was agreed that a fee should be charged with the Chair, CEO and CFO tasked with determining a fee that is both fair and proportionate within this specific context.

Resolved: That the Chair, CEO and CFO take account of this matter outside of tonight's meeting.

As the Trust expands, there will be a number of points that Trustees will need to determine with new schools potentially coming on board. As time was short at tonight's meeting, these matters were deferred to a future meeting.

2.2

The CEO confirmed that a number of projects requiring the use of reserves were presented for approval at the Finance and Audit Committee. Since this meeting, an update has been received in relation to the new Sports Hall and teaching block linked to a one form expansion for Oldfields which the CEO now shared with Trustees. This additional information was noted.

2.3

Trustees were informed that both Bramshall Meadows First School and Thomas Alleyne's High School have proposed working with external partners to support alternative provision in Uttoxeter and source income from lettings. Although there was not much time to consider this proposal at tonight's meeting, the majority of Trustees confirmed that they were not happy to support such a venture at the present time, feeling that the reputational factors and space available at Bramshall Meadows would not be conducive to supporting this type of provision. The CEO will need to share these feelings of Trustees with the school leaders involved in this initiative and liaison with the Chair of the Trust Board is further clarification is required.

Resolved: That the CEO take account of this action.

As a final related point, the CEO confirmed that the Headteacher at Thomas Alleyne's is also looking into the possibility of an external third party (VIP Education) renovating a self-contained property that is owned by the School (old caretaker's house) to offer some form of alternative provision. Trustees were informed that the necessary due diligence would need to be applied in this area before such a venture becomes a viable proposition. Again, Trustees will be kept updated of any key developments in this area.

2.4

Finally, the INSET days for 2023-24 were shared with Trustees.

Resolved: That these INSET days be approved with immediate effect.

Resolved: That the CEO be thanked for her detailed report.

12 Committees:

The Minutes of the Education Committee (11.10.22) and the Minutes of the Finance and Audit Committee (05.10.22) had been shared with Trustees in advance of tonight's meeting.

Resolved: That all circulated minutes be ratified with immediate effect.

Verbal updates were also shared in relation to the Education Committee that had taken place on 15.11.22 and the Finance and Audit Committee that had taken place on 01.12.22. Trustees noted the points made and can always take in the contents of the published minutes for themselves.

13 Policy/Document Ratification:

The following policies/documents needed to be formally ratified at tonight's meeting:

- ULT Exclusion Policy
- ULT Scheme of Delegation
- ULT Pay Policy
- ULT Cyber Incident Response Plan
- TURA.

Trustee Challenge: Some feedback was shared by Trustees in relation to the Scheme of Delegation and TURA. This feedback related in the main to the decision makers within the ULT structure, the Terms of Reference for an LGB that needed to be sourced and holding the line that the Trust would not be consulting on every policy with unions.

Other than these feedback points, some of which will need addressing going forward, Trustees were happy to ratify the circulated policies/documents.

Resolved: That Trustees formally ratify the listed policies/documents.

14 Any Other Business:

There was one additional item of business and that was to agree the date for the strategic Trustee away day. This date was confirmed as 23.01.23 at Bramshall Meadows First School with a mid-morning start.

15 Confidentiality:

Trustees were asked to identify if there were any items/materials which needed to be excluded from any Agenda, Minutes, reports or other papers discussed at the meeting which would normally be made available for inspection following the meeting.

Trustees were also asked to identify any items included on the Agenda which require recording in a Confidential Appendix to the Minutes.

Resolved: That it be identified that no items needed to be recorded in a Confidential Appendix to the Minutes.

There were no items/materials identified for exclusion.

16 Dates and Times of Future Meetings:

The meeting schedule for 2022-23 has already been finalised.

The next meeting of the Trust Board will take place on Wednesday 15 February, 2023 at 5.30 p.m.

All that was left to do was for the Chair to thank all Trustees for their attendance and contributions to tonight's meeting,

The meeting was brought to a close.

Chair

Date

Uttoxeter Learning Trust (ULT)

Minutes of the Meeting of the Trust Board held at Thomas Alleyne's High School on Wednesday 7 December, 2022 at 5.30 p.m.

Action Matrix

Minute	Owner	Action Required	Deadline	Action Update
5	CEO	Make October minutes available as a public record if required.	NA	
5	Clerk	Sign ratified minutes on behalf of Chair and send through to PA.	31.12.22	
7	CEO	Update Risk Register in line with Trustee feedback.	Members meeting	GREEN
8	CEO	Arrange meeting to ratify outcome of external audit review.	08.12.22	GREEN
8	CFO	Circulate final draft documentation once available linked to external audit.	13.12.22	GREEN
9	CFO	Give some thought to how governance model around CIF Bids can be strengthened.	Next F&A committee	
10	CEO	Upload guidance to Governor Hub.	31.12.22	GREEN
11	CEO	Add Christian Distinctiveness Link Trustee role descriptor to next agenda of Education Committee.	Next Ed Committee	
11	CEO/Chair/CFO	Agree fee for associate membership.	Next F&A committee	
11	CEO	Pass on feedback from Trustees around alternative provision.	31.12.22	GREEN

Date of next meeting: Wednesday 15 February, 2023 at 5.30 p.m.