

# Uttoxeter Learning Trust (ULT)

## Minutes of the Meeting of the Trust Board held in a virtual setting on Thursday 10 February, 2022 at 5.30 p.m.

**Present:** Mr. Slater (Chair), Dr. Clark (CEO), Rev. Sherwin, Mr. Harper,  
Mr. Sutcliffe, Mrs. Bennett

**In attendance:** Mr. Davies (Clerk to the Trust Board)  
Mr. Storer (CFO)

### 1 Welcome:

Trustees were welcomed to today's meeting by the Chair. The agenda for today's meeting was very much driven by the discussions that had taken place at both the Education Committee and Finance and Audit Committee forums with some key decisions to be formally ratified by Trustees. Documentation had been circulated in advance of the meeting and, as always, the Chair ensured there were the usual opportunities for Trustees to ask questions/seek points of clarification in relation to the circulated material.

The meeting was quorate.

### 2 Apologies:

**Resolved:** That apologies for absence be received and accepted from Ms. Livesey and Mr. Oldham.

### 3 Chair Power to Act:

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

- Provided the necessary signatures in relation to the paperwork for the external audit. It was confirmed this paperwork was submitted to the ESFA within the required deadline.
- Supported Ryecroft C of E Middle School with the recruitment and selection of a new Headteacher. Unfortunately, an appointment could not be made with the School moving to a second round of interviews with the on-going support of Trustees.
- Supported the CFO and CEO on the School Resource Management Self-Assessment Checklist which needs to be submitted by 15.03.22.
- Attended a Headteachers Professional Board (HPB) meeting. The meeting's primary purpose was to discuss the current Covid-19 protocols and operating procedures with Headteachers being given some flexibility to introduce/remove any restrictions as they see fit in lieu of the ever changing pandemic situation.

**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:**

No declarations of interest were made by Trustees in respect of any items appearing on today's agenda.

#### **5 Minutes of the Previous Meeting:**

**Resolved:** That the Minutes of the Trust Board held on Wednesday 8 December, 2021 be approved as an accurate and true record.

**Resolved:** That the Minutes of the Extra-Ordinary Trust Board held on Friday 10 December, 2021 be approved as an accurate and true record.

**Resolved:** That the Minutes, Agenda and all reports and other papers considered at the meetings 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:**

The CEO was invited to provide a brief verbal update of any matters arising from the December minute records. The following summary points can be noted:

##### **1.1 – CIF Bids**

A detailed update in relation to the various CIF bids that have been submitted by ULT schools was provided during the course of the Finance and Audit Committee. This included details of current CIF bid related work being undertaken; appeals that are on-going around unsuccessful CIF bids and future CIF bids that have been submitted including the financial contribution being made by each school. As part of this discussion, an update on the All Saints C of E First School roof repair was also provided.

There was also a comment at this point around the DfE's School Rebuilding Programme with the latest window opening between 03.02.22 and 03.03.22 for schools to be nominated. Trustees discussed which schools might benefit from this central government funding initiative with Thomas Alleyne's being something of a frontrunner based on its site characteristics.

**Resolved:** That the Chair/CEO/CFO take the discussion offline to establish what actions need to be taken to nominate a school within the specified timeframe.

##### **1.2 – External Audit**

As shared at the Finance and Audit Committee, it was confirmed all actions in relation to the external audit of the Trust's finances were taken within the specified timescales. There were no matters of concern that needed to be raised with Trustees at today's meeting.

As an aside, Trustees were informed that the necessary steer has been given to carry out conditional surveys across the ULT schools. This information will be vital in providing objective information about the physical, mechanical and electrical condition of buildings which will over time inform the ULT's own Asset Management Plan (AMP).

##### **1.3 – Articles of Association**

It was confirmed that following a number of cycles of revision, the Articles of Association have been approved by ULT members. The CEO added that this updated document has now been shared with the DfE.

#### **1.4 – Cyber-security Attack**

The CEO confirmed that a formal report will be shared with Trustees from the Cyber Incident Response (CIR) company who has been employed by the ULT to support the investigation around the recent cyber-security attack at Windsor Park. At the recent Finance and Audit Committee, Trustees had made a strong case for any costs incurred from this incident to be covered centrally, feeling that an attack at a local level had to be seen as an attack on the Trust as a whole.

**Resolved:** That the Trust Board formally ratify this proposal.

#### **1.5 – Central ULT Team**

There was a brief discussion around GDPR provision and the fact the ULT has had to approach its legal representatives for support following the receipt of a subject access request and the lack of support from the Local Authority (LA) who is reporting capacity concerns with any requests that are being made. As well as asking the CFO to investigate whether any of the costs that the School is incurring in this area can be covered by the ULT's Risk Protection Arrangement (RPA), Trustees noted that when looking into future SLAs in this area, the lack of support from the LA is a factor that will need to be taken into consideration.

**Resolved:** That the CFO act on this Trustee request.

There was also some discussion around how the two Trustees who have yet to complete Level 1 Safeguarding training are going to meet their statutory responsibility in this area.

**Resolved:** That the CEO ensure that this training is accessed by the two Trustees before the next Trust Board meeting. The two Trustees in question need to be proactive in this area.

### **7 CFO Finance Report:**

The CFO was asked at this point to draw out any key points from his ULT Finance Report that had been shared with Trustees. The following key areas were discussed:

#### **1.1 – School Resource Management Self-Assessment Checklist**

It was confirmed that the Chair had met with the CEO and CFO to review the questions in the Checklist and provisional responses to date. The Checklist has to be submitted by 15.03.22. It was agreed that on receipt of the document following today's meeting, Trustees share any further feedback with the CFO by the end of February so that a final response can be agreed.

**Resolved:** That the CFO circulate the draft Checklist. Trustees to respond by the end of February if they have any further feedback in relation to this strategic document.

**Trustee Challenge:** There were a number of follow up questions in relation to the Checklist. Trustees asked about how an action plan is triggered from the responses that are submitted and whether some of the developmental areas highlighted from the return can be a focus for the next internal audit cycle to check that the progress required has been made.

The CFO provided the clarification that was needed in relation to both of these points raised by Trustees.

#### **1.2 – Review of Central Team**

This area of discussion had been covered in real depth by the Finance and Audit Committee. Based on a variety of documents that had been circulated in advance of this committee forum, Trustees had considered the possible growth of the central team from a variety of different perspectives. These perspectives included the need to focus on the most pressing areas first as part of a phased approach; the implications of a larger central team on the top slice; the need to increase strategic capacity for the current CEO/CFO; the poor quality SLAs in some

areas that are not giving the ULT the transparency and accountability it needs in relation to local schools; the talent pool that already exists within the ULT and whether this talent pool could be further enhanced; the financials associated with appointing to new roles; the need to make the central offer attractive to prospective future partners who may wish to join the ULT; the potential savings that can be made from having a dedicated health and safety/premises officer, for example who can push added value and the commercial angle and, finally, the need to remove some of the time-consuming operational aspects from the remit of the Headteachers so they can focus on that all important academic and pastoral strategic intent.

At the Finance and Audit Committee, the CEO and CFO had been asked to focus initially on the health and safety/premises area and to work up the associated costings for appointing an officer with these core responsibilities. This robust proposal will be presented for ratification at the next Trust Board meeting. With the ULT looking to expand (the recent promotional pitch to Stone schools was highlighted) Trustees were minded that the central team has to upskill itself in a number of areas, not only to build capacity but also to ensure the Trust can fulfil its employer-related responsibilities in relation to local schools.

**Resolved:** That the CEO/CFO present a final, robust proposal for action at the next Trust Board meeting.

## **8 Risk Register:**

At both the Education Committee and Finance and Audit Committee, Trustees had applied the necessary due diligence to the Risk Register. There were no further comments to add in relation to this document at today's meeting,

## **9 Covid-19/Safeguarding/Wellbeing Update:**

### **1.1**

The CEO confirmed that the on-going impact from Covid-19 has been particularly challenging for schools. The Key Performance Indicator (KPI) Overviews give a valuable insight into some of this disruption with local leadership teams having to generate a real team spirit to maintain continuity in education. It was reported that staff have really supported each other during these challenging times and Headteachers have been given the flexibility to reintroduce restrictions to align with any spikes in Covid cases. With society opening up more and more, it will be interesting to see how schools cope in the weeks and months ahead with risk assessments and outbreak management plans continuing to be followed until further notice.

### **1.2**

The actions the leadership team took at one of the Schools involving a serious Safeguarding incident within the community i.e. external to the school was acknowledged and praised by Trustees. The specifics of this case do not need to be shared within these minutes but Trustees did appreciate the brave actions of certain individuals that have resulted in a conviction being secured.

### **1.3**

A brief update on wellbeing was provided including what action the CEO is taking in consultation with Headteachers to find out the latest staffing views around mental health and wellbeing support. Trustees felt that as well as staff being encouraged to do what they can to look after themselves in these extra-ordinary times, a survey return should also help the Trust to identify potential quick wins that can make a significant difference to staff across the ULT. Trustees will receive updates at future meetings as to the progressive, strategic actions that have been taken in this area.

## 10 CEO Report – Other ULT Matters:

The CEO was asked to report on any other ULT matters that needed to be brought to Trustees' attention at today's meeting.

### 1.1

Trustees were informed that the promotional pitch to Stone schools had been warmly received. The feeling from those representing the ULT was that the pitch had really got over the benefits of ULT membership and it is hoped that a successful outcome in this area will be secured.

### 1.2

The recruitment and selection activities that are taking place to appoint a new Headteacher at Ryecroft C of E Middle School were shared. In addition, there were some discussions amongst Trustees around how the short-term staffing issues at the School can be mitigated with the Deputy Headteacher also set to leave their post at February half-term. Trustees put forward a number of practical suggestions which included the possibility of a known Governor stepping down from their Chair of Governors post in the short-term to provide some additional teaching capacity for the School. Questions were asked around any legal implications of making this move but it was felt as long as the individual in question is a qualified teacher and their governance role is relinquished, then the Trust can proceed on this basis. It was agreed the CEO will now act on this Trustee guidance and approach the individual concerned.

**Resolved:** That the CEO take account of this action.

### 1.3

Trustees have been presented with a range of performance data across the ULT schools. The Education Committee is usually the forum in which the necessary due diligence is carried out in relation to school data sets with representatives from the different schools asked to attend this committee forum if Trustees wish to probe aspects of the shared data in more detail.

**Trustees Challenge:** At today's meeting, Trustees offered a number of questions around the difference in grading predications over time; the starting points for cohorts; tracking academic performance over time and when the true impacts of the recovery strategies being deployed in schools should start to come through in the data sets.

The CEO provided the necessary clarification on these points with more dialogue to follow at future committee meetings.

## 11 Link Trustees:

There was a useful discussion at this point in the meeting about the role of Link Trustees, their engagement to date with governance at a local level and how the relationship may evolve into the future.

Trustees discussed some of the ways they have interacted with schools in recent weeks/months. There was a strong feeling that attending every LGB meeting is not necessarily a key accountability associated with this role, particularly if by being present at each meeting Governors find it difficult to move the agenda on and offer an appropriate level of challenge with a Trustee in attendance. Instead, some Trustees felt their role is more about being a point of contact with the Headteacher/Chair to discuss any matters that may need escalating up to the Trust Board or being a sounding board to provide an alternative perspective on a particular issue/concern. However, concerns were also raised that any such lines of communication should not undermine line management and meeting structures

already in place i.e. with the CEO and through the SRB. Trustees did feel that some work around establishing a consistent approach to this governance function is probably needed with the School Representation Board (SRB) potentially being a useful forum to take local views and perspectives on this issue.

It was agreed that following today's meeting, the CEO and Chair will meet to discuss this matter in more detail and to decide how a level of consistency/minimum expectations can be set around the Link Trustee role. Whatever direction of travel is agreed, it is important that all stakeholder views are taken on board to ensure the effective two-way dialogue between the Trust Board and governance at a local level is maintained.

**Resolved:** That the CEO and Chair take account of this action.

## **12 Impact of ULT:**

The Chair confirmed with Trustees that there is a requirement for the Trust Board to reflect on its impact over the course of the last 12 months. This reflective exercise will not only serve the needs of different stakeholder groups (i.e. Ofsted, Members) but it will also mirror a similar exercise that will be completed at a local level where LGB's are asked to reflect periodically on the impact their governance has had on the academic and pastoral development of pupils.

The Chair started the reflective comments by highlighting the growth of the Trust (3 to 9 schools); the tight financial control that is now exercised in relation to academy finances and the development of the central team. At this point, the Chair asked that Trustees consider the impact the ULT has had from their perspectives and share any thoughts/views with him by email over the course of the next couple of weeks. From this input, the Chair will prepare an impact statement that can be used in a number of different forums and shared with a variety of key stakeholders as appropriate.

**Resolved:** That Trustees act on this request from the Chair who will prepare an impact statement based on any feedback received.

## **13 Committees:**

The Minutes of the Education Committee (23.11.21) and Finance and Audit Committee (01.12.21) had not been shared with Trustees in advance of today's meeting.

**Resolved:** That these minutes be presented at the next Trust Board meeting.

The Chair of the Education Committee gave a brief verbal update of key headlines from the meeting that had taken place on 01.02.22. She reported that Mr. Gliddon (Headteacher – Oldfields Hall Middle School) had given an update on the recovery strategy the leadership team has put in place to mitigate the on-going challenges from the pandemic. There was a focus on the recruitment plans for Ryecroft; confirmation of future guests to be invited to the Committee; a focus on the Risk Register; a first look at the new KPI Overviews; policy reviews and the latest update in relation to Ofsted inspections that have impacted ULT schools.

The Chair of the Finance and Audit Committee gave a brief verbal update of key headlines from the meeting that had taken place on 08.02.22. She reported that a significant number of matters arising had been revisited from the previous set of minutes; there was the usual analysis of the Risk Register; the CFO had provided the latest financial update; some elements of the growth strategy for the ULT were considered; the success of the promotional pitch to the Stone schools was recognised and a number of policies were reviewed.

**Resolved:** That Rev. Sherwin and Mrs. Bennett be thanked for their verbal updates.

**14 Policy Ratification:**

A number of policies were presented to Trustees for formal ratification. They included:

- Financial Policy and Procedures
- Gifts and Hospitality
- Procurement and Tendering
- Investments
- Exclusions
- Grievance
- School Improvement.

**Resolved:** That all policies be ratified with immediate effect. The CEO will now ensure these ratified policies are shared with ULT schools for adoption.

**15 Any Other Business:**

There was one item of additional business that was raised at this point in the meeting – **see Confidential Appendix.**

The CEO at this point gave her leave of absence from the meeting.

**16 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 the following item needed to be recorded in a Confidential Appendix to the Minutes:

- Minute 15.

There were no items/materials identified for exclusion.

**17 Dates and Times of Future Meetings:**

The date of the next meeting was confirmed as Monday 28 March, 2022 at 5.30 p.m. It will be confirmed nearer the time whether this meeting forum will take place in a virtual or face to face setting.

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

The meeting was brought to a close.

Mr. Slater  
PP P. Davies – Clerk

28.03.22

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**Chair**

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**Date**

## Uttoxeter Learning Trust (ULT)

**Minutes of the Meeting of the Trust Board held in a virtual setting  
on Thursday 10 February, 2022 at 5.30 p.m.**

### Action Matrix

Minute	Owner	Action Required	Action Update
5	Clerk	Make December minutes available for public inspection.	
5	Clerk	Sign and date ratified minutes on behalf of Chair.	
6	CEO/CFO/Chair	Determine next steps that need to be taken in relation to School Rebuilding Programme.	
6	CFO	Act on Trustee request in relation to RPA query.	
6	CEO	Ensure two Trustees have accessed Level 1 Safeguarding training by next Trust Board meeting.	
7	CFO/Trustees	CFO circulate draft Checklist. Trustees to provide feedback on document by end of February.	
7	CEO/CFO	Present a final proposal for expanding central team at next Trust Board meeting.	
10	CEO	Approach individual to establish interest in short term staffing solution.	
11	CEO/Chair	Discuss next steps in relation to Link Trustee role.	
12	Trustees/Chair	Share feedback with Chair. Chair to generate impact statement.	
13	Clerk	Ensure committee minutes are tabled at next Trust Board meeting.	
14	CEO	Share ratified policies with local schools.	

**Date of next meeting:** Monday 28 March, 2022 at 5.30 p.m.