

Uttoxeter Learning Trust (ULT)

Minutes of the Meeting of the Trust Board held at Bramshall Meadows First School on Wednesday 15 February, 2023 at 5.30 p.m.

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

In attendance: Dr. Clark (CEO)
Mr. Davies (Clerk to the Trust Board)
Mr. Storer (CFO)
Mr. Beaver (Health and Safety/Premises Lead)
Mrs. Shaffi (Head of Consultancy Services – Confederation of School Trusts)

1 Welcome:

Trustees were welcomed to tonight's meeting by the Chair. Tonight's meeting began with Trustees being provided with some information on an external governance review that will be completed by the Confederation of School Trusts and concluded with a confidential discussion including only the Clerk and Trustees. A range of documentation had been circulated in advance of the meeting to support the discussion that took place with Trustees having ample opportunity to ask questions and seek points of clarification as appropriate.

The meeting was quorate.

2 Apologies:

Resolved: That apologies for absence be received and accepted from Mr. Pearce and Mrs. Hunt.

3 External Governance Review:

The meeting began with Mrs. Shaffi confirming how the external review of governance will take shape across the ULT. It was confirmed that the review is scheduled for the Summer Term with a range of quality assurance procedures planned. This quality assurance will take the form of an initial discussion with the Chair of the Trust Board/CEO and Clerk; various meeting observations with a number scheduled into the diary; a document review; a self-analysis questionnaire which will go to Trustees/the Executive Team/Chairs of LGBs; 1:1 individual meetings which will take place remotely with a number of key stakeholders; group discussions to capture additional intelligence around governance within the ULT; a feedback opportunity and, finally, the delivery of the final presentation.

The reason the quality assurance process has so many constituent parts is that the Confederation of Schools Trust wants to give the ULT as rounded a picture as possible of the quality of its governance to inform future decisions/actions.

Mrs. Shaffi reassured Trustees that the consultant who is carrying out the governance review is very experienced and will ensure any feedback that is provided is developmental in nature. She added that if Trustees have any questions throughout the process, there will be the necessary two-way communication channels available.

Mrs. Shaffi concluded her short update by confirming her consultancy firm is looking forward to working with the ULT throughout the review, to identify both the current strengths in the

governance model but also to recommend where sustainable improvements can be made. Trustees for their part also look forward to participating in what appears to be a very engaging and collaborative process.

Resolved: That Mrs. Shaffi be thanked for her informative update.

At this point she gave her leave of absence from the meeting.

4 Chair Power to Act:

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

- Contacted HR regarding the job advert/job description for the CEO position.
- Wrote a series of letters to inform Governors and Headteachers across the ULT that Dr. Clark will be leaving her current CEO role once her notice period has been served.
- Agreed for Alleyne's Academy a process of due diligence to be completed in relation to IT; HR; Buildings and Finance.
- Held a meeting with the Regional Schools Director (RSD) to discuss options linked to a leisure centre on the Alleyne's site which in need of maintenance and development, in itself a significant financial risk.
- Wrote a letter to staff regarding forthcoming industrial action.
- Signed off a series of external audits.
- Held some conversations with relevant parties about a possible new Member.
- Sought Members approval for a new Trustee – Mrs. Wheeldon – to be appointed.
- Agreed a 1% charge for The Springfields First School who will become an Associate Member of the ULT for a year from April 2023.
- Approved the release of funding to respond to a Health and Safety Report produced by Mr. Beaver on his appointment. It was felt the ULT could not afford to wait given the urgent actions identified.

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

5 Declarations of Interest:

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

6 Minutes of the Previous Meeting:

Resolved: That the Minutes of the Trust Board held on Wednesday 7 December, 2022 be approved as an accurate and true record subject to the following minor amendment:

- Regional Schools Commissioner (RSC) is now termed Regional Schools Director (RSD).

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

7 Matters Arising:

Looking specifically at the action matrix from the last meeting:

Minute	Action Required	RAG
5	The October minutes are available as a public record.	GREEN
5	The ratified minutes have been signed by the Clerk on behalf of the Chair and forwarded to the PA of the CEO.	GREEN
7	The Risk Register was updated in line with Trustee feedback.	GREEN
8	A meeting was arranged to ratify the outcome of the external audit review.	GREEN
8	The final draft documentation linked to the external audit was circulated.	GREEN
9	The CFO will give some thought as to how the future governance model around CIF Bids can be strengthened.	AMBER
10	The CEO did upload the specified guidance to Governor Hub.	GREEN
11	An update on preparing for changes in the SIAMS framework was provided later in the meeting.	GREEN
11	The fee for associate membership has already been referenced in these minutes.	GREEN
11	The CEO did pass on the feedback from Trustees around alternative provision.	GREEN

8 Extra-Ordinary Meeting:

Trustees had also come together for an Extra-Ordinary Meeting on Monday 23 January, 2023. The Chair and Members of the Central Team presented on strategic areas to consider to ensure value is added to the education of pupils in the Trust. Questions were raised in relation to developments required to support the current size of the Trust and future growth. The meeting was productive with the Chair of the Trust Board outlining a number of the key strategic discussions that had been taken around school improvement, operational management and professional governance.

Resolved: That the Minutes of the Extra-Ordinary Meeting held on Monday 23 January, 2023 (including Confidential Appendix) be ratified with immediate effect.

The Clerk will ensure a signed copy of the ratified minutes is shared with the PA to the CEO.

Resolved: That the Clerk take account of this action.

9 Risk Register:

The latest version of the Risk Register was shared with Trustees. Trustees noted the tweaks that had been made to the Register and felt it was a reliable and accurate analysis of the risk areas that are impacting the ULT at the present time.

Trustee Challenge: Trustee felt the leisure centre on the Alleyne's site (already referenced in these minutes) should be added to the Register. Trustees also felt that an additional tab should be added to the Register around the potential risks of the ULT taking on additional schools to ensure that any due diligence to mitigate these risks is being appropriately documented. Trustees noted future strike dates were added to the Register but a slight wording tweak is required to indicate that whilst the ULT is following the DfE guidance in relation to staff being on strike, the situation will play out differently across the family of

schools with leaders having to take decisions at a local level to mitigate the ever-changing picture. Finally, there was a query as to whether the registration of CEO and Clerk need to be added to the Register to ensure the response to these resignations is effectively captured.

Resolved: That the CEO reflect on this feedback and update the Register accordingly.

As an aside, the CEO confirmed that she is treading quite carefully around the ongoing possibility of industrial action. The right to strike is enshrined in international human rights/labour law and it is important this aspect is not marginalised in anyway. The CEO confirmed the priority of school leaders is to keep their schools open throughout the forthcoming strike days and it places do have to be prioritised, this prioritisation will be given to vulnerable pupils and pupils of critical workers. Trustees were happy with the central messaging that has been released to date around this issue.

10 Safeguarding:

The latest Safeguarding update was shared with Trustees.

1.1

Trustees were reminded that if they have had an emails from the PA to the CEO around any outstanding mandatory training, they need to respond to these emails.

Resolved: That Trustees take account of this action.

1.2

Although Mrs. Hunt was not present at tonight's meeting, the Chair of the Trust Board confirmed that the Trustee in question will take on the Safeguarding/SEND Link Trustee role as agreed at the Education Committee.

1.3

Trustees were informed (and this is captured in the Risk Register) that the high school no longer feels that there is capacity to manage central SCR and HR files. The CEO confirmed what mitigation has been put in place as a result.

1.4

The CEO confirmed that Hutchinson CoE Memorial First School had to close today as a result of some flood damage. Fortunately, the damage does not appear to have reached the classrooms with the main issues being at the main entrance to the School. Trustees were reassured that all of the necessary health and safety protocols are being followed which will include legionella testing being carried out where the issue has occurred. Mr. Beaver spent a few moments providing some technical information as to the root cause of the flood damage, including any important lessons learned that will need to be taken forward and addressed with other ULT schools.

11 CEO Report:

The CEO was asked to provide any key updates that should be noted from her circulated report. The following points were noted:

1.1

Trustees were informed what direction of travel is being taken to prepare the ULT for changes to the SIAMS framework. There are plans in place to establish a small sub-committee that will focus on aspects of Christian Distinctiveness, to be chaired by Rev. Sherwin. Within this committee forum, Trustees will work up a Christian Distinctiveness Link Trustee role descriptor and there will be lots of engagement with schools to ensure all stakeholder views are represented. Part of this engagement will involve reviewing the vision/ethos of the ULT to

ensure it remains fit for purpose in lieu of the new framework. Trustees welcomed these developments and proactive steps being taken.

1.2

The CEO confirmed the appraisal process for Headteachers and teaching staff has continued in line with the ULT Appraisal Policy with outcomes the focus of the first target. Mid-year reviews will take place before Easter. The CEO added that one of the schools within the ULT has requested that the Board consider whether appraisal processes should include targets around data outcomes.

Trustees were unanimous at the present time that the current performance management process and the inclusion of a data target should continue. Trustees are sympathetic to the specific contextual factors impacting individual schools and the impact of the pandemic that continues to linger. However, Trustees felt that it is not so much the fact that data is included in a target, it is more about the process and iterative discussions that take place that need to be fit for purpose – i.e. when the data target is set it needs to be realistic as well as aspirational; if a Headteacher feels that the School is underperforming against a data target then these discussions need to happen at the point concern exists and not at the end of the year; that there is scope for minor adjustment around a data target itself if a significant challenge is at play and, finally that the focus on data and outcomes does need to remain at the heart of Headteacher/staff performance management, particularly given the on-going recovery around the pandemic, the move back to a pre-pandemic standard and the need for all schools lower down the pyramid to ensure they are converting as many pupils as possible in terms of meeting expectations/greater depth.

As one Trustee pointed out the principle behind data driven performance management is sound, it is the approach that needs to be agreed to ensure all parties feel they are being supported any have the best chance of being successful.

Resolved: That the CEO determine the best way to share this view of Trustees with Headteachers.

1.3

The CEO confirmed that one key decision taken by Trustees at the Extra-Ordinary Meeting on 23.01.23 was to recruit to a permanent Executive Headteacher post to lead a number of First Schools in the Trust. She confirmed that a draft recruitment pack had been prepared and included on the Hub for Trustee approval. The CEO added that the post will be advertised internally for expressions of interest.

Resolved: That Trustees approve the recruitment pack to be deployed in relation to this key strategic post.

The CEO added that she plans to present options to the Trust Board regarding central support for governance; compliance and admin support in addition to options for a school improvement function. These option appraisals will be prepared for forthcoming committee meetings – Education Committee on 08.03.23 and Finance and Audit Committee on 15.03.23. Trustees confirmed they look forward to hearing more on possible routes forward from the CEO which will build additional capacity across the ULT.

1.4

Growth continues to be a strategic priority for the ULT. The CEO Report provides key developments around the possible future expansion of the Trust with the CEO confirming a recent approach from the Woodlands Federation (two small first schools). Trustees were informed that as this stage the CEO and CFO have invited the Chair of Governors to a meeting prior to half-term in order to understand their request and feedback to the Trust

Board. Trustees look forward to hearing about the outcome of these initial discussions at a future meeting.

12 Committees:

The Minutes of the Education Committee (15.11.22) and the Minutes of the Finance and Audit Committee (24.01.23) 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 01.12.22 and the Finance and Audit Committee that had taken place on 08.02.23. Trustees noted the points made and can always take in the contents of the published minutes for themselves.

13 Policy Ratification:

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

- ULT Governors and Trustees – Code of Conduct
- ULT Finance Policy and Procedures
- ULT Gifts and Hospitality
- ULT Procurement and Tendering
- ULT Investments
- ULT Reserves and Charging.

Resolved: That all ratified policies be ratified with immediate effect.

14 Any Other Business:

There was no additional business on this occasion.

15 Confidential Matters:

A series of confidential items needed to be discussed at this point in the meeting involving only the Clerk and Trustees – **see Confidential Appendix.**

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 meeting schedule for 2022-23 has already been finalised.

The next meeting of the Trust Board will take place on Tuesday 21 March, 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

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Action Matrix

Minute	Owner	Action Required	Deadline	Action Update
6	CEO	Make December minutes available as a public record.		
6	Clerk	Sign minutes on behalf of Chair and forward to PA of CEO.		
8	Clerk	Sign minutes from Extra-Ordinary meeting and share with PA to CEO.		
9	CEO	Update Risk Register in line with feedback provided.		
10	Trustees	Respond to any training related emails from PA to CEO.		
11	CEO	Feedback Trustee position to Headteachers around data drive target.		

Date of next meeting: Tuesday 21 March, 2023 at 5.30 p.m.