

**Minutes of the Operations Committee Meeting**  
**Held via Zoom on 8<sup>th</sup> October 2024 at 10am**

Invitees	Role	Attendance
Sarah Bellingham (SB)	OLT Governance & Communications Officer	Present
Jodie Croft (JC)	Board Director and OLT CEO	Present
Carina Cuddington (CC)	CFO, Edufin,	Present
Beth Gorsuch (BG)	OLT Chief Operating Officer	Present
Alison Hill (AH)	Board Director	Present
Tyler Jeffs (TJ)	Board Director – <u>Chair</u>	Present
Arjun Thiru (AT)	Board Director	Present

<b><u>Minutes</u></b>
<p><b>1. Welcome &amp; items for AOB/Confidential</b></p> <p>1.1 JC welcomed everyone and the meeting was declared quorate (noting the requirement for at least three Board Directors). No apologies had been received.</p> <p>1.2 All documents referred to had been circulated to the Committee prior to the meeting, unless stated otherwise.</p> <p>1.3 As AOB, BG would be raising a confidential item for inclusion in the Risk Register. JC would also provide an update in relation to plans for the Surbiton school.</p>
<p><b>2. Declare conflicts of interest with agenda items or updates to OLT Business Interests Register, &amp; declare receipt of any hospitality</b></p> <p>2.1 No conflicts were declared with the agenda items. There were no updates or receipt of hospitality to declare for the Register of Business Interests.</p>
<p><b>3. Appoint Chair for 2024-2025 &amp; Review Bank Signatories</b></p> <p>3.1 TJ had previously indicated willingness to stay on as Chair for 2024-2025. TJ's nomination was uncontested and his re-appointment was unanimously approved by the remainder of the Committee.</p> <p>3.2 There had been no change to JC and BG as the Trust's bank signatories.</p>

**4. Receive previous Committee minutes and discuss actions not on the agenda elsewhere**

4.1 The Committee unanimously approved the Operations Committee minutes of both 30<sup>th</sup> April 2024 (due to lack of quoracy at the previous meeting) and of 25<sup>th</sup> June 2024. SB would organise for the approved versions to be signed by the Chair and uploaded to the website together with this meeting's agenda, and Committee attendance. **ACTION – SB**

4.2 The actions from the last meeting were either completed, in progress, or within the current agenda.

**5. Receive OLT Policy Scheme of Delegation (review schedule) within the OLT Governance Handbook**

5.1 JC confirmed that the policy scheme of delegation had been updated for 2024-2025 against latest guidance to include the Academy Trust Governance Guide for 2024. There had been no significant changes since the previous year.

5.2 On change had been to move the Allegations Against Staff Policy to a school based rather than Trust-wide template, to ensure that the relevant local authority guidance on annual compliance with Keeping Children Safe in Education requirements could be more easily checked and incorporated. It was an added level of external scrutiny. There had been no major changes to procedures.

5.3 **Q:** Why did the different local authority policy templates differ?

**A:** Mostly the content was standard, and differences mainly related to factual details such as the contact details of the local LADO, or how the content was formatted and sequenced.

5.4 A further update to the OLT Governance Handbook had been the update to the Trust Development Plan. This had now been formatted using a 'Red-Amber-Green' (RAG) rated system, seen in use already within JC's CEO Report at the Board meeting in July 2024. Wherever areas were consistent across the schools, the Trust was tracking trends to achieve a more thorough process or monitoring and systematically addressing areas needing attention. This plan would be discussed in more detail at the Board meeting in November 2024.

5.5 The Handbook had also been reviewed for this academic year in line with the Academy Trust Handbook 2024.

5.6 The Committee confirmed receipt.

**6. Review and approval of CEO's recommendations on (1) OLT COO & Principals' salaries, (2) other OLT staff salaries, and (3) all 'no progress pay decisions'**

6.1 JC referred to the document entitled 'Pay Recommendations 2024 – OLT, DPA, TPA, SHPA, WPA', which set out her recommendations on pay for Trust staff following completion of the annual appraisal cycle for all staff for 2023-2024.

- 6.2** The Trust had now completed its cycle of annual performance reviews for all staff, with the exception of JC whose appraisal process took a different format. Every staff member had an allocated line manager, who set the staff member specific performance targets for the year ahead. A mid-way review meeting was held to review progress and a meeting took place at the end of the year to see how well the targets had been met and to set new targets.
- 6.3** This academic year there had been not been any ‘no-progress’ decisions. By comparison, there had been two of these last year. For any staff member identified as borderline, JC had reviewed the performance evidence with the relevant school Principal and had been comfortable to agree that the staff members in question should go through.
- 6.4** All pay increases had been factored into the budgets. This year the Trust had tightened up its process for progressing teachers on the main pay scale, to provide more clarity to teachers on performance expectations linked with specific pay progression decisions, and to ensure that the Trust was only paying staff at higher levels where staff had shown a track record of a substantial and sustained contribution to the school. A teacher’s pay scale comprised nine points, three of which were classed as the upper pay range, requiring approval for the teacher to cross over the threshold from the basic six-point pay range.
- 6.5** The Trust’s approach had been agreed by the school Principals, had been reviewed by the external HR advisors and was in line with latest DfE guidance about performance related pay and staff appraisal processes.
- 6.6** **Q:** Were there any examples of staff members who had successfully crossed the threshold into the upper pay scale, or had been turned down for that?  
**A:** No-one had been turned down yet, but there were examples of staff members who had not yet demonstrated ‘substantial and sustained’ and so were not yet being considered for the upper pay range.
- 6.7** The Committee agreed that there was a staff retention point to be factored into the Trust’s approach here. It was important to balance the affordability of more junior staff against the cost of keeping valued staff with more experience.
- 6.8** **Q:** Once a staff member had been accepted onto the upper pay range, what happened next?  
**A:** That staff member would have to apply to be placed onto the next pay point, as part of the appraisal process.
- 6.9** **Q:** Would this process be having an impact on career longevity for teachers, if they hit the end of the upper scale?  
**A:** Yes, it would as there were a limited number of senior positions available in a school.
- 6.10** **Q:** Separate from performance-related pay progress decisions, what about inflationary increases to staff pay?  
**A:** Yes, these were automatically passed on to staff as soon as the details were confirmed by the government, and were budgeted for as early as possible. There would be a 5.5% increase to teachers’ salaries from September 2024. There had not yet been agreement on the inflationary increase to support staff salaries, but once agreed with the unions, this

would be backdated to April 2024 and passed on to all support staff. The government only funded inflationary increases to teachers' pay, not those applying to support staff.

**6.11** The committee discussed the impact of this on the affordability of teaching assistants at schools and discussed the impact of recent and forthcoming employment law changes on schools' ability to offer permanent employment contracts or to renew fixed term contracts in place.

**6.12 Q:** Was it hard to extend a fixed-term contract?

**A:** It was to the extent that the Trust was limited in the number of permanent members of staff it could afford. If fixed-term contracts were renewed, they soon became permanent contracts in legal terms. That potentially meant losing good members of staff once fixed-term contracts came to an end.

**6.13 Q:** Did the support staff numbers discussed include SEND support over and above general teaching assistants (TAs)?

**A:** A school might receive funding from an EHCP for 1-2-1 TA support for a pupil with special education needs (SEN), but the first £6k of this was for the school's account. Also, that funding was only available if an EHCP had been approved by the local authority. There were many pupils with varying degrees of SEN. Therefore, general TAs were having to be directed to high level needs children, meaning that they were not useful in class in a general way. The impact was also that TA roles were less attractive, as an individual could often earn more money in other sectors for far less challenging work.

**6.14** Local authorities were struggling to find places at alternative provisions for children with the most extreme needs. There were on average four to five children in each school, who were in completely the wrong place for them. Many resources were needed just to help manage behaviour, and some children were nowhere close to being able to access the mainstream national curriculum. The schools were now trying to set up separate spaces for non-verbal pupils with complex needs.

**6.15 Q:** Was there any staff member to whom the Trust had not awarded a performance-related pay rise to?

**A:** No, all staff had been awarded a pay-rise this year based on the outcomes of the performance review process.

**6.16** The Committee had no more questions and approved the pay recommendations made.

## **7. Review of EFA capital funding and procurement**

**7.1** This item would be considered in the discussion about the Management Accounts, at agenda item 10.

## **8. Review of Academies Trust Handbook 2024 ('ATH') & Accounts Direction**

**8.1** BG explained that the ATH had been updated for September 2024 and that this version had been circulated for the Committee's awareness in advance of the meeting.

**8.2** Updates to the 2024 version had been minor and had been incorporated into the Trust's finance policies and procedures as needed.

**8.3** The ATH 2024 was noted as received by the Committee.

## **9. Receive national and school demographics data dashboard**

**9.1** JC referred to the document 'Consolidated 21-22/22-23/23-24 Outcomes', showing three academic years of pupil outcomes for DPA, TPA, and WPA plus the one year's outcomes for SHPA, against local and national data. This was brought up on screen and JC reminded the Committee that it had been agreed to share this for context as a standing agenda item for the Committee each October, to put budgets into context in terms of how well the schools were performing and schools' educational priorities.

**9.2** JC explained the colour coded rating system and ran through the headline points for each school. The Directors were encouraged to ask questions. Matters discussed included:

- MTC outcomes against national average;
- The relevance of context indicators such as 'free school meals' (FSM);
- The impact of SEN and EHCP levels;
- The success of post-Covid strategies for closing attainment gaps;
- The focus on greater depth attainment, writing standards, maths, and early years outcomes across various of the schools; and
- Continuing and planned support to the school Principals from the Deputy CEO for the 2024-2025 academic year to meet the goal of exceeding local and national averages across the Trust.

**9.3** The dashboard also now contained consolidated Trust outcomes data across all the schools. The picture looked very good, however specific areas for improvement across the schools would be carefully worked on and monitored throughout the year.

**9.4** **Q:** What was the picture at TPA at Early Years?

**A:** This was a focus area for the school for this year. It was about ensuring that pupils were provided with opportunities to play which were directed and sequenced for the purpose of achieving learning goals, developing skills, and meeting needs, in line with the requirements of the curriculum. Support from the other schools was being offered to optimise the provision.

**9.5** JC reminded the Committee that she was currently applying to the Regional Schools Commissioner for permission to open a new primary school in Walley Park, Didcot. For that she needed to discuss the schools' and Trust outcomes data to show what the Trust would bring to the project, with the systems and structures it had in place. Part of this was also demonstrating the new three-pronged plan for school improvement in place, which would have Leah's oversight. This 'finger on the pulse' approach would involve regular assessments and interventions to identify any areas of weakness and ensure targeted interventions resulted in the required improvement.

**9.6** **Q:** Was there any evidence to provide here in the form of case studies?

**A:** There was a lot of information and clear evidence available to discuss with the Schools Commissioner to show what the Trust could offer a new primary school.

**9.7 Q:** How was the provision of the new Deputy CEO resource working in relation to the support now available for the Principals?

**A:** The DCEO role was proving invaluable so far in terms of enabling the Trust to provide frequent and high-quality support to the Principals across the schools. To date, the approach had been both constructive and collaborative.

## **10. Receive Management Accounts (to Year Ending 31.08.2024)**

**10.1** CC arrived at 10.42.

**10.2** The following documents had been circulated in advance of the meeting, dated August 2024, for the Committee members to review:

- Executive Summary
- Balance Sheet Summary
- Cashflow
- DPA Management Report
- TPA Management Report
- WPA Management Report
- Omnia Management Report

### *Executive Summary*

**10.3** CC shared the Executive Summary on screen. These were the draft figures prior to the outcome of the required audit.

**10.4** She explained key information included in this summary document and in the other reports, which included an explanation of the Trust's and each school's position in relation to the end of year position for 2023-2024, consolidated in-year surplus or deficit scenarios, carry forward balances, outgoings such as staffing and energy costs, receipt of government grants and other income, as well as cashflow forecasts.

**10.5** Overall, the Trust was in a healthy position, despite having shown a deficit. The reason for that related to SHPA's brought forward opening grant. It was just a timing issue in terms of when the funds had been received versus when they had been spent.

**10.6** JC flagged that the carry forward figure predicted for each school at the start of 2023-2024 had been very close to the actual figures at the year-end. CC agreed that this was very good to see, and showed how well the budgets were planned and kept under review throughout the year.

### *Balance sheet*

**10.7** CC reported that there were no issues for the Directors to note. She highlighted the position in relation to fixed assets, debtors, pre-payments, VAT, cash balance, deferred income and balances left on school trips.

**10.8 Q:** Was money still on deposit at the year end?

**A:** The cash flow forecast was relevant to that.

*Cashflow forecast*

**10.9** The document showed the amount identified at the August year-end. CC and JC had run through the investment strategy, to ensure the continuous investment cycle was providing the best possible returns for the Trust. CC and JC explained to the Directors what amount of money was invested on an annual basis, on a three-monthly basis, and on a three-weekly basis. The amount of money in the current account at any time was kept under close review to make sure that there was enough available for all contingencies.

**10.10 Q:** Were any points showing up in the 2024-2025 academic year?

**A:** CC confirmed the lowest amount predicted to be in the Trust's account at any time throughout the year, which was a healthy position to be in.

*Review of EFA capital funding and procurement*

**10.11** At SHPA this was mostly in the form of opening grants and ITC. The rest was energy grants or DFC (devolved formula capital). There was some of the energy grant remaining at DPA, some of the ITC grant left at WPA, and TPA still had some of its opening grant from the ESFA.

**10.12** CC confirmed that the energy grant was not specific to spending for energy efficiency purposes. It could be used in other ways. Most recently, WPA had used its grant to help cover the costs of replacing the boilers, TPA had invested in LED light bulbs, whereas DPA had used some of the money towards other projects given that its light bulbs did not yet require replacing. DPA's OFM was currently obtaining advice on the annual LED bulb requirements and costs in future years, for incorporating into the budget.

**10.13** JC reminded the Committee about the Trust's offer to staff of funded school lunches for the 2024-2025 academic year, to help with well-being and cost of living increases, using returns generated from the Trust's investment strategy. JC was confident this was affordable for the entire academic year. Any offer to fund lunches in future years would require a sustainable approach.

**10.14** The Committee confirmed it had no further questions on cash flow or the management reports.

**10.15** CC left the meeting at 10.55.

## **11. Review of spending linked with educational priorities**

**11.1** JC had already discussed details of the funded lunch offer to school staff for 2024-2025. She had nothing further to add for this item.

## **12. Receive COO Compliance Report dated October 2024**

*Report covering: IT/GDPR, financial audits, HR, H&S (external audits, WRA, FRA), Premises, Safeguarding (SCR audit & LADO audit), & Policies Review*

**12.1** BG spoke to the key parts of her report shared on screen. She had adopted the same style of 'RAG'-rated, tabulated cover sheet which JC had used for her CEO Report in July 2024, to better flag areas of compliance and those for the Committee's attention. All of the comments in the table tracked back to the main report.

*Areas flagged red*

**12.2** The construction company at the SHPA school site had gone into liquidation. The Trust was in talks with the local authority to work out who was responsible for the work still needed to resolve defects and snagging.

**12.3** The roof at DPA was still leaking in eight places, whenever there was heavy rain. External advisers Rapid were currently carrying out testing to ascertain where the water was coming in, to make a report for the Trust to share with the project manager.

*Areas flagged amber*

**12.4** The office at TPA had received a fraudulent e-mail requesting a change of bank details for a staff member. BG had queried the request, which had resulted in the discovery. From now on, the process for staff to request a change to their bank account details for payment of salary would be formalised and tightened up. In addition, staff would be encouraged to change these details themselves via the secure access payroll system, rather than contacting the office manager.

**12.5** All Trust staff with access to a school's MIS system needed to have cyber-security training. This was in progress across the schools and central Trust, with certificates of completion being stored and dates recorded.

**12.6** There was a concern at DPA that the current number fixed-term employment contracts in place was not affordable at this level in the longer-term. The contracts in place were a reflection of the high level of SEN and EHCP needs there. The plan in place was for non-renewal of some contracts over time as they came to their natural end.

**12.7** In line with the Trust's estates and asset management strategy, benchmarking took place to see if there were noticeable increases or decreases in the spend year on year in particular areas, potentially revealing an issue with the premises and their upkeep. Two small issues had been flagged up, both of which had explanations. WPA had seen an increase in its energy costs from 2022-2023, which was a result of the reduced energy used by the non-functioning boilers for much of that year. At TPA, there had been a spike in energy costs related to raised energy costs impacted by the Ukraine conflict. The Trust would keep a close eye on these costs.

**12.8** There was a snagging matter at TPA, involving leaking pipes and small cracks on the roof. The classroom affected by the recent leaks had now been put back to how it was, and the external company were due to come back shortly to fix these issues, within warranty from the work carried out by it the previous year.

**12.9** BG also gave a summary of the current position in relation to staff absence; flagging current absence levels, the strategies in use for managing longer-term or persistent absence, and any cases of interest at each of the schools.

**12.10** Directors were asked if they had any questions on the report, but none were raised.

### **13. Policies requiring Committee approval**

*OLT Data Protection Policy 2024 (with linked Explicit Consent Form and DP Breach Notification Form)*

**13.1** This policy been updated per insurance requirements and also had an updated reference to the Trust's system for recording subject access requests.

**13.2** The Explicit Consent Form had needed no changes, and the Breach Notification Form had only need an update to the ICO e-mail address.

**13.3** The Committee had no questions and approved the updated policy. **ACTION - SB**

### **14. Policies requiring review and recommendation for Board approval**

*OLT Pay Policy*

**14.1** This had been updated with the latest inflationary increase to teachers' salaries and with updated information about the threshold process for the upper pay scale. Information was not yet known about the inflationary increase for support staff salaries as it was still under negotiation with the unions. Once known, it would be added into the policy.

**14.2** The Committee had no questions and was happy to recommend the policy for approval at Board. **ACTION – SB**

### **15. Review of Trust Risk Register**

*OLT Risk Register October 2024*

**15.1** JC had updated this with the risks flagged by BG in her compliance report to include the construction company at SHPA having gone into liquidation.

**15.2** The other item flagged by JC was the risk that the DfE might cancel the Surbiton school project due to budget cuts. The Trust had already been awarded permission to open the school applied for, however JC provided context linked with the political landscape in Kingston and the interest shown in the school by an alternative Academy Trust. JC was working hard to make the Trust's case for this opportunity, given that it was the planned 'sister' school for TPA within that geographical area.

**15.3** The Committee had no questions and confirmed receipt of the latest Risk Register.

### **16. OLT Going Concern Assessment - Year Ended 31 August 2024**

- 16.1** BG explained that the auditors had sent the going concern assessment questionnaire to the Trust. It was part of the Trust's external audit process to provide answers to this. A similar process had taken place the previous year.
- 16.2** BG was asking the Committee for its approval for BG to send the completed questionnaire to the external auditors.
- 16.3** The Directors discussed this and were comfortable that there were no concerns about the Trust's status as a going concern, or with the content of the form. JC and BG confirmed that they had answered all questions truthfully and accurately.
- 16.4** The Directors confirmed their approval.

**17. Agree confidential status of the meeting's documents: ATH 2024 (Ref: s1.50-1.51)**

- 17.1** It was agreed by the Committee that other than the agenda, the approved minutes from the previous meeting and any approved final versions of policies, the remaining documents reviewed for this meeting were confidential to the Trust.

**18. AOB**

- 18.1** AT and AH gave their apologies that they would not be able to attend the Audit and Risk Committee meeting (or the Board meeting) taking place on 26<sup>th</sup> November 2024. JC thanked them for the advance notice. Other Board Directors would be invited to take their place, to ensure quoracy. **ACTION - SB**

**Meeting Closed: 11.20**

**Dates of future meetings in 2024-2025:**

Tuesday 26<sup>th</sup> November 2024 from 10-11am (Audit & Risk Committee)

Tuesday 11<sup>th</sup> February 2025 from 10-11.30am

Tuesday 1<sup>st</sup> April 2025 from 10-11.30am

Tuesday 24<sup>th</sup> June 2025 from 10-11.30am

**Action list of 8<sup>th</sup> October 204 Operations Committee Meeting**

Action Number:	For Whom:	Reference:	Action:
1	SB	Minute 4.1	Update the website with the meeting's agenda and the approved minutes from the previous two meetings. Ask TJ to sign the approved previous minutes via the Hub. <b>DONE</b>

2	SB	Minute 13.3	Record the DP Policy has having been approved by the Committee and upload it to Parago, the website and the Staff Policy Library. <b>DONE</b>
3	SB	Minute 14.2	Add the approval of the Pay Policy to the Board agenda for November 2024 <b>DONE</b>
4	SB	Minute 18.1	Ask two of the other Board Directors to attend November's A&R Committee meeting in place of AH and AT. <b>DONE</b>