

## Minutes of the Omnia Learning Trust Board of Directors

Held remotely via Microsoft Teams on Tuesday 25 November 2025, 11:00–13:00

### Invitees and Attendance

Name / Role	Position	Attendance
Jason Murphy (JM)	Vice Chair, Board Director – <i>Acting Chair for this meeting</i>	Present
Jodie Croft (JC)	CEO, Board Director	Present (left for Item 22, did not re-join)
Alison Hill (AH)	Board Director	Present
Tyler Jeffs (TJ)	Board Director	Present
Duncan Millard (DM)	Board Director	Present
Nicola Poole (NP)	Board Director	Present
Jenelle Ross-McIntyre (JRM)	Board Director	Present
Leah Basilone (LB)	Deputy CEO (DCEO)	Present (left for Item 22)
Sarah Bellingham (SB)	Head of Operations (HOO)	Present (left for Item 22)
Hana Hamilton (HH)	Clerk (Governance and Communications Officer - GCO)	Present
Carina Cuddington (CC)	CFO (Edufin)	In attendance (joined approx. 11:05am for finance items; left after Item 15)
Sam Reilly	External Finance Lead (Edufin)	In attendance for Items 11–15 (joined approx. 11:05am; left approx. 11:25am)
<i>Russell Massie (RM)</i>	<i>Chair, Board Director</i>	<i>Apologies received</i>

#### Disclaimer – Microsoft Teams Meeting Transcript

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## 1. Welcome, Apologies and Approval of Transcript

**Introduced by:** Chair (Acting Chair – Vice Chair)

The Acting Chair opened the meeting, noted apologies from the Chair (RM) and confirmed the meeting was quorate.

The Clerk confirmed that Teams transcription had been activated

**APPROVED:** Use of Microsoft Teams transcription for this meeting.

**ACTION:** None required.

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## 2. Declaration of any Conflicts of Interest

**Introduced by:** Chair (Acting Chair – Vice Chair)

The Acting Chair invited declarations of interest related to the agenda, business or pecuniary interests, and receipt of hospitality.

HH confirmed that the OLT Register of Business Interests 2025–2026 had been updated after recent committee meetings and remained fully current. No new interests or hospitality requiring declaration were raised during the meeting.

**APPROVED:** Register of Business Interests 2025–2026 reviewed and confirmed as up to date; no additional conflicts declared.

**ACTION:** None required.

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## 3. Identify AOB and/or Confidential AOB

**Introduced by:** Chair (Acting Chair – Vice Chair)

The Acting Chair asked for items of Any Other Business, including any confidential AOB.

- Clerk requested that Directors' training (Item 5) be revisited briefly at the end of the meeting to confirm actions and deadlines.
- No further AOB or confidential AOB items were raised at this point.

**ACTION:** Clerk to ensure return to training item under AOB to confirm next steps and deadlines.

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## 4. Review of Trust Board Membership and DBS / s128 Checks

**Introduced by:** Chair (Acting Chair – Vice Chair)

The Clerk confirmed:

- All Board Directors and executive leaders hold valid DBS and s128 checks, verified as part of the annual governance compliance review in mid-2025.
- A DBS and s128 audit for all governance tiers remains scheduled for December 2025, in line with the OLT Governance Handbook.

The Acting Chair noted the importance of maintaining a “live” compliance picture

**Director Question / Challenge:**

Is the Board still on track to receive a consolidated update on DBS/s128 assurance, and will any issues be escalated promptly?

**Response / Assurance Provided:**

Any gaps or pending renewals will be flagged to the March 2026 Board with mitigation steps, ensuring continuous compliance.

**APPROVED:** Board membership and DBS/s128 position noted as compliant and on track for December audit review.

**ACTION:** Clerk to complete Trust-wide DBS/s128 audit in December 2025 and report outcomes to the March 2026 Board.

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## 5. Review Directors’ Training Requirements for 2025–2026

**Introduced by:** Chair (Acting Chair – Vice Chair)

Directors reviewed the **OLT Governance Training Record 2025–2026**, with particular focus on **safeguarding, Prevent and cyber security training**, and wider CPD following the recent external review of governance.

SB and HH confirmed the following position:

- **Safeguarding training (Directors):**
  - All Directors are currently up to date with safeguarding training at the required level.
  - Safeguarding training operates on an annual cycle, aligned with KCSIE updates. Next renewal will fall mid-2026.
- **Prevent training:**
  - Prevent is delivered via an initial full course at appointment, followed by a refresher every two years.
  - Current cycle: all Directors are up to date, with the most recent round earlier in 2025.
  - HH has checked and updated the refresher link to ensure it now routes directly to the DfE official Prevent refresher.
- **Cyber security training (new focus area):**
  - In line with ATH 2025 and Trust digital policy, cyber security training is now being rolled out to all Trustees and Directors as a priority.
  - A short, externally hosted video module has been selected and embedded into the Trust training matrix.

**Director Question / Challenge:**

Given recent national concerns and media coverage around Prevent and online extremism, do current training cycles remain sufficient, or should the Trust return to **annual Prevent refreshers**?

**Response / Assurance Provided:**

- Current practice is a two-year cycle, which **meets statutory expectations**.
- The **content and availability** of the DfE Prevent training are kept under review.
- Central Trust team will review whether the Trust should **return to an annual Prevent refresher** in light of evolving risk and national guidance, balanced against Director workload.

CEO further noted that the recent **external governance review** recommended **broadening the scope of Director training**. In response, Clerk has devised a **training matrix** that includes:

- **Mandatory elements** (Safeguarding, Prevent, cyber security, ATH-related compliance); and
- **One additional complementary course per Director per year**, tailored to Trust needs and individual interests (e.g. finance, SEND, equality, risk, governance effectiveness).

Clerk will circulate the **updated matrix** and requested Directors to complete **cyber security training by 15 December 2025** and select at least one **additional CPD module** (target completion by February 2026).

**APPROVED:** Directors' training programme and matrix for 2025–2026 (including cyber security) endorsed, subject to ongoing review against ATH guidance.

**ACTION:**

- Clerk to circulate updated training matrix (including updated Prevent refresher link and cyber security module) and log completions on the Training Register.
- All Directors to complete cyber security training by **15 December 2025** and identify one additional CPD course (completion by **February 2026**).
- HOO and CEO to review the Prevent training cycle and report any recommended change to the Board.

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## **6. Approval of Minutes of Previous Board Meeting (23 September 2025) and Matters Arising**

**Report introduced by:** Chair

Acting Chair led review of the minutes from **23 September 2025**

Clerk confirmed that:

- All actions due by this meeting had been completed.
- A small number of actions are ongoing or scheduled for later in the year (e.g. Succession Plan re-submission, governance away day, Ofsted paper), and remain actively tracked.

**Director Question / Challenge:**

Are there any unaddressed actions from the September meeting which should have appeared on today's agenda?

**Response / Assurance Provided:**

Clerk confirmed that:

- All time-sensitive actions have either been completed or have an agreed timeline into 2026 and will be brought back on the relevant agenda.
- No actions remain unallocated or untracked.

**APPROVED:** Minutes of the Board meeting held on **23 September 2025** confirmed as a true and accurate record.

**ACTION:** Upload the approved minutes of 23 September 2025 to the OLT website and GovernorHub, and request the Chair to sign electronically.

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## 7. Receipt of October Operations Committee Minutes and Chair's Verbal Update

**Report introduced by:** OPS Chair (TJ)

The Acting Chair invited Operations Committee Chair, to provide a summary of the **October 2025 Operations Committee** meeting.

OPS Chair reported that the October meeting covered:

- Re-appointment of the Operations Committee Chair (TJ) for 2025–2026.
- Review and approval of relevant Scheme of Delegation updates and associated operational policies.
- Consideration of August 2025 management accounts, including Trust reserves, school-level positions and capital funding allocations.
- Scrutiny of capital projects and procurement, with particular focus on:
  - Defects and final stages of works at Didcot and Sires Hill;
  - Effective utilisation of funding streams; and
  - Management of estate risks.
- Discussion of SEND expenditure pressures, particularly the cost of providing support that exceeds local authority funding and strategies to negotiate cost recovery.
- Review of the Academy Trust Handbook and accounts direction changes (no material change in expectations).
- Approval of Data Protection and E-Security policies.
- Review of the Trust Risk Register in relation to estates, payroll provider risk, staff retention (including Twickenham) and SEND reimbursement issues.
- Confirmation of the Going Concern assessment.
- A standard Fraud Questionnaire response, confirming robust anti-fraud controls.

### **Director Question / Challenge:**

Has there been any further operational or financial impact from the collapse of the previous contractor (ISG) at Sires Hill?

### **Response / Assurance Provided:**

CEO explained that:

- **Oxfordshire County Council** has now taken responsibility for completing the outstanding works.
- The Trust secured additional funding from the local authority to recognise school and Trust staff time and to support acceleration of remedial works.
- Around 80% of defects have now been resolved. Two significant areas remain in the local authority's hands, but there is realistic hope that the Trust will be fully out of the post-collapse defect process by the end of the academic year.

CEO confirmed that at **Didcot**, the Trust has exited the defects period and is about to sign the long-term lease, nearly ten years after opening.

**APPROVED:** October 2025 Operations Committee minutes received and the Board noted the positive progress on estates, risk and financial controls.

**ACTION:** None required

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## 8. Receipt of October QES Committee Minutes and Chair's Update

**Report introduced by:** CEO (on behalf of QES Chairs)

CEO summarised business from the **October Quality of Education and Safeguarding (QES) Committee** meetings for the four schools, noting that RM (Temp QES Chair) was absent from this Board meeting.

Key areas considered at QES:

- **School Development Plans** for 2025–2026 for each academy, built from 2024–2025 outcomes and current strategic priorities.
- Agreement of **academic targets** for pupils, co-set with LB and Principals based on pupil-level knowledge and moderated expectations.
- Planned **curriculum changes**, including subject leadership developments and any new curriculum resources.
- Review of all planned **educational visits and trips** for the year, checking accessibility, educational value and affordability.
- Termly **safeguarding reports**, including patterns of incidents and any local issues.
- Review of **demographic changes** and contextual information (SEND, deprivation, mobility).
- Early focus on **SEND pressures** and funding at schools such as Twickenham and Wantage.

JRM added that for **Twickenham and Wantage**, the most significant theme was the **growing complexity and prevalence of SEND**, and how schools balance capacity, funding and quality of provision.

DCEO reminded Directors that **digital safety and cyber standards**, previously monitored by OPS, have now been moved into the **QES committee** for sharper alignment with safeguarding and educational technology. All four schools were reviewed against **DfE digital safety standards** and progress towards **2030 compliance targets**, with each school given a **RAG rating** and next steps identified.

Clerk noted that, although RM had attended the Committee meeting in an interim capacity on DM's behalf, he had still produced a **RAG sheet** for both schools, providing assurance on the scrutiny conducted.

### **Director Question / Challenge:**

Are there any significant QES-level risks that the Board needs to escalate or address immediately?

**Response / Assurance Provided:**

CEO confirmed that:

- No significant safeguarding or education quality risks requiring Board intervention were identified at this point.
- The main themes remain **SEND pressures** and **SLT workload/behaviour challenges**, which are being actively managed at school and Trust level and will be monitored through RAG reports and committee cycles.

**APPROVED:** October QES Committee minutes received; Board noted the strengthened digital and SEND scrutiny arrangements.

**ACTION:** None required

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**9. Receive Principals' Termly Dashboards**

**Report introduced by: DCEO**

The Acting Chair noted that the **Principals' dashboards** for all schools (covering demographics, fire drills, exclusions, attendance, racist and bullying incidents, safeguarding, complaints, CPD and staffing) had been reviewed in depth at QES and through the **CEO/DCEO RAG report** (Item 18).

Directors agreed to consider the dashboards and RAG narrative together under Item 18 for the purposes of this meeting.

**APPROVED:** Termly dashboards received via QES and CEO/DCEO RAG reporting.

**ACTION:** None required

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**10. Receipt of 157/175 Safeguarding Audit Responses (OSCB)**

**Report introduced by: DCEO**

DCEO clarified that all **three Oxfordshire schools – Didcot (DPA), Sires Hill (SHPA) and Wantage (WPA)** – had now completed their **annual 157/175 safeguarding audit** for the **Oxfordshire Safeguarding Children Board**.

- All three returns had been **submitted and received** by the local authority.
- Oxfordshire specifically requested that completion be **minuted at Board level**.
- Twickenham (TPA) is not required to complete this particular local authority audit, but follows equivalent local safeguarding arrangements.

**Director Question / Challenge:**

Were there any significant safeguarding compliance gaps identified across the three Oxfordshire schools?

**Response / Assurance Provided:**

DCEO reported that:

- Overall, the audits showed **strong safeguarding culture and compliance**.

- A small number of follow-up actions (e.g. fine-tuning aspects of record-keeping or storage) were already being addressed through **DSL training and local follow-up**.
- APPROVED:** DPA, SHPA and WPA 157/175 Safeguarding Audit responses noted and accepted; Board acknowledged that Twickenham is subject to separate local processes.
- ACTION:** DCEO to ensure any minor actions from the 157/175 audits are completed and reflected in future safeguarding reports.
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## 11. Receive External Audit Report & Review Audit and Risk Committee's Report on External Auditors' Performance

**Report introduced by:** CFO (with External Finance Lead and OPS Chair)

*Edufin joined the meeting for the finance items.*

Edufin summarised the outcome of the **external audit of the 2024–2025 accounts** and the associated **Key Audit Findings Report**, which had been reviewed in detail at the **Operations (Audit & Risk) Committee** earlier that morning:

- The auditors confirmed a **clean audit opinion**, with no material misstatements or regularity concerns.

### **Director Question / Challenge:**

Do the findings give any cause for concern from the DfE's perspective?

### **Response / Assurance Provided:**

Edufin confirmed that:

- The DfE will see a strong overall position: a surplus, good reserves, resolved prior-year points, and only a trivial observation this year.
- No issues have been identified that would trigger DfE concern.

A director highlighted the benchmarking in the auditors' overview report, noting comfort that OLT sits firmly in the "mid-pack" for key income and expenditure metrics per pupil, indicating healthy but not excessive spending.

**APPROVED:** The Directors formally acknowledged receipt of the Audit and Risk Committee's report following its review of the external auditors' performance in the year to date, which recommended that the Trust continue with its appointment of Kreston Reeves for 2025-2026 and 2026-2027 pending a full re-tender at year five, in line with the ATH 2025. The Directors had no further comments.

**ACTION:** Clerk to include the Committee and Board recommendation for continuing with the appointment of the external auditors in the agenda for the annual AGM in December 2025, for receipt by the Members.

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## 12. Receive and Approve Annual Accounts (Year Ended 31.08.2025)

**Report introduced by:** CFO (supported by External Finance Lead and OPS Chair)

The Board considered the **Draft Annual Report and Financial Statements for the year ended 31 August 2025**, together with the recommended **letters of representation**.

Edufin confirmed that:

- All significant aspects of the accounts had been scrutinised at the **Operations (Audit & Risk)** meeting earlier that morning, where the Committee recommended **approval** of the accounts to the Board.
- The only remaining points relate to **minor presentational amendments**, not affecting any figures or statutory disclosures.

**Director Question / Challenge:**

Are there any outstanding technical points that could impact the final sign-off or submission date?

**Response / Assurance Provided:**

- Edufin confirmed there are no outstanding technical disputes or material changes.
- Minor wording and layout adjustments will be made before submission, but these will not affect the primary statements or notes.

CEO reiterated that the **Operations Committee** was satisfied that the accounts present a **true and fair view** of Trust performance and were ready for Board approval subject to the noted minor amendments.

**APPROVED:** OLT Annual Report and Financial Statements for the year ended **31 August 2025** approved, subject to minor presentational amendments previously agreed with the auditors.

**ACTION:** CFO to finalise presentational amendments with the auditors and arrange for **electronic signing and submission** in line with ESFA deadlines.

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### 13. Receive Management Accounts and Budgets

**Report introduced by:** CFO (with External Finance Lead)

Edufin presented an overview of the latest **management accounts (October 2025)** covering Trust-level and school-level positions, noting that August accounts had already been received at an earlier meeting.

Across the Trust, Edufin emphasised that the movements are manageable and expected, largely reflecting staff changes and SEND pressures offset by reserves and planned savings.

CEO reassured the Board that:

- All schools hold **sufficient reserves** for current fluctuations.
- Deficits at individual school level are being **closely monitored** to ensure they remain short-term and recoverable by year-end.

**Director Question / Challenge:**

At times the narrative summary in the management accounts does not fully match the underlying context known to the executive. How can this be improved?

**Response / Assurance Provided:**

CEO proposed that she and Edufin hold a brief discussion around the time the monthly summary is drafted, to ensure that the commentary:

- Reflects the full **context behind shifts** in staffing, SEND costs and agency use; and
- Anticipates likely questions from Directors.

**APPROVED:** October 2025 management accounts received and noted, with assurance that school-level movements are monitored and underpinned by adequate reserves.

**ACTION:** CFO/Edufin to coordinate when drafting monthly management account summaries to strengthen narrative alignment and clarity.

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**14. Review and Approve Expenditure over £50k**

**Report introduced by:** Chair

CEO and CFO confirmed that there were **no new items of expenditure over £50k** requiring Board approval outside existing delegated authorities and previously approved budgets.

**APPROVED:** No additional expenditure over £50k for approval; Board noted the assurance.

**ACTION:** None required

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**15. Review and Approve Expenditure on Recruitment Needs over £50k**

**Report introduced by:** Chair

The Board was informed that there were **no recruitment-related expenditures over £50k** requiring approval.

**APPROVED:** No recruitment expenditure over £50k noted; item discharged.

**ACTION:** None required.

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**16. Receive “Dear Accounting Officer” Letter from ESFA**

**Report introduced by:** Chair

The Board noted that **no new “Dear Accounting Officer” letters** had been issued that required Board consideration since the previous meeting.

**APPROVED:** Board noted there are no new “Dear Accounting Officer” letters to receive.

**ACTION:** None required.

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**17. Receive Compliance Report**

**Report introduced by:** HOO

HOO noted to Directors the **October 2025 Compliance Report**, which had already been reviewed in detail at the **Operations Committee**.

Key updates for the Board included:

- **Health & Safety:**
  - Wantage (WPA) recently received an **external fire risk assessment**.
  - The number of actions has fallen significantly compared to the previous assessment.
  - One short-term action on **fire doors** requires completion within three months; works are already planned and underway.
- **Other compliance domains:**
  - No new material concerns were identified around GDPR, HR, financial audits or single central record checks.
  - Policies remain on track against the Trust policy review schedule.

**Director Question / Challenge:**

Are there any high-risk compliance issues that may require escalation to the Board before the next Operations Committee cycle?

**Response / Assurance Provided:**

HOO confirmed that:

- All current items sit within the manageable “routine” risk envelope.
- Any significant emerging issues would be escalated either through the **risk register** or via an out-of-cycle update if necessary.

**APPROVED:** Compliance Report (October 2025) received and noted – including improved H&S outcomes at Wantage.

**ACTION:** HOO to update the next Compliance Report once the fire door works at Wantage have been completed.

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## 18. CEO Report – Including RAG Reports, Ofsted Framework Update, SEND Funding and Trust Growth

Report introduced by: DCEO and CEO

### 18.1 RAG Report and School Dashboards

DCEO presented the **RAG report** summarising key performance and risk indicators across the Trust, aligned with the school dashboards:

- **Safeguarding and staffing:**
  - All schools are **green** for safeguarding and safer recruitment.
  - Staffing remains challenging in the national context, but schools are currently stable.
- **Inclusive teaching and learning:**
  - Rated **amber** in most schools (green at Didcot) reflecting work still underway to embed **non-negotiables** in teaching practice and to induct new staff.
- **Leadership and management:**
  - Strong and well-established at **Didcot**;



- At **Sires Hill**, focus is on embedding the **new Vice Principal** and new Ofsted framework expectations;
- At **Twickenham** and **Wantage**, focus is on consolidating **new middle leaders** and building consistency.
- **Curriculum:**
  - Well-embedded at **Didcot and Sires Hill**;
  - Twickenham has had some new subject leaders and is still developing curriculum leadership;
  - Wantage has adopted elements of **Curriculum Maestro** for some foundation subjects to strengthen progression.
- **Pupil outcomes and disadvantaged pupils:**
  - Progress measures are limited at this stage due to national reporting gaps, but internal tracking is in place.
  - Focus remains on narrowing gaps and maintaining high expectations.
- **Inclusive pastoral support and SEND:**
  - Significant increase in **complex SEND**, especially at **Twickenham and Wantage**.
  - Trust is carefully reviewing **SEND funding versus spend**, including use of alternative provision and in-class support.
- **Enrichment and wider offer:**
  - LB reported a **comprehensive enrichment offer**, with a wide range of clubs, trips and cultural opportunities across all schools.
  - LB undertook a Trust-wide enrichment audit and intends to bring a **Board-level overview** at a future meeting.
- **Attendance and persistent absence:**
  - Attendance is **strong and improving** overall, with particular success at **Didcot**.
  - Wantage remains the lowest but has improved vs. last year.

#### **Director Question / Challenge:**

Attendance at Didcot is exceptional. What is driving such consistently high attendance, and how can this be replicated in other schools?

#### **Response / Assurance Provided:**

DCEO and CEO highlighted:

- **Highly effective supervision meetings** in which every child's attendance is scrutinised and any dip is acted on swiftly.
- An **exceptional family support worker**, backed by a strong pastoral team, building trusting relationships with families.
- A culture in which **children want to attend** – school is calm, safe, enriching and exciting, with “club Fridays” and a rich menu of experiences.
- Early and proactive first-day responses to absence, with a “finger on the pulse” approach.

DCEO confirmed that Didcot's model is being used as a **template for other schools**, though embedding similar practice takes time, particularly in more transient or complex contexts.

A director noted the importance of both:

- The **proactive culture and offer** that draws children into school; and
- The **reactive systems** that respond instantly to absenteeism.

## **18.2 Ofsted Framework Update and Sires Hill Readiness**

DCEO then presented an overview of the **new Ofsted Education Inspection Framework** and the revised **five-point judgement scale** (Urgent Improvement, Needs Attention, Expected, Strong, Exceptional).

Key points:

- There is no overall single judgement; instead Ofsted reports judgements across a set of domains (including curriculum, behaviour, leadership, SEND, etc.).
- Safeguarding is reported separately as met / not met.
- “Exceptional” is reserved for truly transformative, sustained impact, with early indications suggesting only a very small number of schools nationally may achieve this status each year.
- Schools judged exceptional are expected to share best practice system-wide.

DCEO shared a model **report card** (exemplar) and a comparison between **Strong** and **Exceptional** criteria. For **Sires Hill**, current internal evaluation has all areas as **Strong**, with aspirational work towards “exceptionally strong” practice.

### **Director Question / Challenge:**

How should the Board manage its expectations around “Exceptional” and what does this mean for staff workload and wellbeing?

### **Response / Assurance Provided:**

DCEO and CEO responded that:

- The Trust’s working assumption is that the priority is to be **consistently Strong**, with schools aiming to be “**exceptionally strong**” in Trust terms.
- If Ofsted’s use of “Exceptional” is **extremely rare**, the Board must avoid creating unrealistic pressure on leaders and staff.
- Emerging intelligence suggests only a **handful of schools nationally** may be graded Exceptional in the short term; this is still rumour, but indicates the level of caution needed.
- The Trust will continue to focus on **staff wellbeing**, realistic expectations and sustainable excellence, rather than chasing labels at any cost.

Directors thanked the executive team for their honesty and emphasised the Board’s desire to maintain **ambitious but realistic** expectations.

## **18.3 Governance Review and Trust Governance Structure**

CEO updated Directors on the recent **external governance review** undertaken by the **National Governance Association (NGA)**.

CEO explained that the OLT model is designed to:

- Reduce duplication;
- Bring **Directors into direct contact** with local stakeholders;
- Ensure **robust challenge** through combined QES committees; and
- Avoid creating tiers of governance that risk becoming tokenistic or detached.
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### Director Question / Challenge:

Is the current governance structure sustainable as the Trust grows, and how will the Board know when to evolve the model?

### Response / Assurance Provided:

- A Director broadly supported the current model for a Trust of OLT's size but questioned its **long-term sustainability** once the Trust reaches **six or seven schools**.
- A Director suggested the Board identify a likely **"tipping point"** at which local Academy Committees may need to take on more formal responsibilities, while retaining the core strengths of current QES oversight.
- A Director pointed out the need to consider potential **future leadership changes**: OLT's transparent culture under current leaders should not be assumed for all future leaders.

CEO acknowledged these points and proposed that:

- The Trust undertake an **"appetite survey"** with Directors and committee members on the NGA recommendations and future governance options.
- Feedback be used to inform a substantive discussion at the **Board Away Day**.

The Board also briefly discussed the NGA's view that OLT's **top-slice** may be "too low".

Directors noted that:

- The central team is **covering its costs**, which is the key point.
- When taking into account **Edufin costs**, the effective top-slice is broadly in line with sector norms.

There is no case to increase charges unnecessarily while the model remains efficient.

## **18.4 Trust Growth, New Schools and Admissions**

CEO updated the Board on major developments:

- **Valley Park:**
  - Construction has begun and a **breaking ground ceremony** is due.
  - Branding, logos, website and **admissions policy** have been drafted (Item 21).
  - A **resource base** for SEND is planned, and the Trust is working with legal advisors (**VWV**) to understand admissions, funding and placement decisions to ensure sustainability and clarity.
- **Surbiton project (free school):**
  - Still no definitive news on whether the project will be scrapped or revived.
  - The DfE has recently appointed a **new project manager**, suggesting ongoing deliberation.
- **Twickenham (TPA) pupil numbers and viability:**
  - The Trust has reduced TPA's **PAN from 60 to 30**, in line with falling birth rates in London.
  - For September 2026, there are currently **18 first-choice applications**, with the window closing on **15 January**.
  - CEO emphasised the need to secure **30 first-choice pupils** to protect long-term financial viability; this will be a key pressure point.
  - Wider local trends show other schools also reducing PANs, confirming a **structural demographic challenge**.
- **Length of school day at Twickenham:**

- TPA currently operates the longest school day in the Trust (8:30–16:00).
- A consultation has been held on reducing the **teaching day** to a more typical pattern, removing unproductive transition time and reducing staff workload.
- A related **planning application** recently closed, with one non-planning-related objection.
- The Trust will seek to mitigate any family impact through careful adjustment of **Breakfast Club and After School Club** arrangements.
- **Staff lunch initiative and investment strategy:**
  - CEO expects investment returns of around **£55k** this year (primarily Treasury bond interest).
  - Staff lunches are projected to cost **£45–50k**, so the initiative should be **fully funded** by investment income once again.
  - A new DfE benchmarking tool suggests OLT is performing **above national comparison** in generating interest on reserves.

### 18.5 SEND Funding and Legal Support

DCEO and CEO updated the Board on ongoing work around **SEND resourcing:**

- Detailed analyses of **SEND income vs expenditure** have been prepared for each school.
- OLT has engaged **VWV** on a retainer which includes access to **SEND law experts**.
- Letters have been sent to local authorities seeking to **reclaim overspends and secure appropriate top-up funding**, with an estimated **£40–50k** at stake.

CEO noted that:

- The legal input is also helping the Trust respond robustly to **complex SEND complaints**, clarifying where the Trust is meeting and exceeding statutory requirements, and where it can push back.
- If the Trust ever faces a **SEND tribunal**, the outcome is likely to be **recommendations rather than financial compensation**, and legal costs would be covered by Trust insurance.

### 18.6 Leadership Support at Twickenham

CEO committed to keeping the Board informed, noting that the aim is to avoid formal capability procedures if possible, while maintaining high standards.

**APPROVED:** CEO and DCEO report (including RAG ratings, Ofsted framework update, SEND funding work and Trust growth) received and noted.

**ACTION:**

- DCEO to present a Trust-wide **Enrichment Overview** and a **SEND funding report** (via OPS then Board) at a future meeting.
- CEO to bring an **Ofsted readiness risk matrix** and further update once early inspection patterns under the new framework are clearer.
- CEO/Clerk to design and circulate a **governance “appetite survey”** based on NGA recommendations, and use responses to shape the July 2026 away day agenda.
- Clerk to confirm **14 July 2026** as an all-day **Board Away Day** (hybrid), issue revised invitations and arrange a suitable venue.

## 19. Receive Staff Survey and Staff Diversity & Inclusion Survey Results

### Report introduced by: CEO

CEO presented the **Staff Survey and Diversity & Inclusion Survey results (Autumn 2025)**:

- The overall staff response rate across the Trust was **54%** – the highest to date.
- At Didcot, the response rate was approximately **37%**; CEO suggested this may reflect broad contentment, but will be monitored.

### Director Question / Challenge:

Why is the response rate at Didcot relatively low compared with other schools, and should we be concerned?

### Response / Assurance Provided:

CEO reiterated that Didcot's leadership is strong and staff feedback is positive in other forums. A lower response rate may indicate **staff contentment** rather than disengagement, but the Trust will encourage higher participation next time for triangulation.

One **recurrent theme** across the Trust was staff concern about **behaviour and behaviour management**:

- CEO and DCEO explained that this mirrors national findings: a recent **national "behaviour in schools" survey** shows behaviour has overtaken workload as the **top staff concern**.
- There is a clear link between **behaviour pressures, SEND, funding constraints and staffing levels**.
- Reduced budgets have led to fewer **class-based TAs**, with more existing support staff deployed specifically to SEND pupils, often outside the classroom. This is evidenced by a lower spend on support staff in 25/26 annual accounts, in relation to 24/25 annual accounts.

CEO emphasised the challenge of managing parental expectations for SEND pupils, many of whom expect **full-time one-to-one support** that is neither fully funded nor always appropriate.

The Board also discussed the **legal environment**, with more parents prepared to seek legal advice and threaten action, particularly around SEND provision and placement.

### Director Question / Challenge:

How will the Trust respond constructively to staff survey feedback, particularly around behaviour, career progression and middle leadership opportunities?

### Response / Assurance Provided:

CEO and DCEO proposed:

- Continuing to invest in **behaviour systems and staff training**, accompanied by clear communication about the realities of inclusive education.
- Exploring use of **time-limited TLRs or responsibility payments** for discrete leadership projects, rather than permanent posts, to:
  - Share responsibility for school improvement;
  - Reward high-performing staff; and
  - Provide **visible progression pathways** where structural promotions may be limited.

CEO suggested that the Board might issue a **Trust-wide response** to the staff survey, acknowledging pressures (especially behaviour and SEND) and setting out actions being taken.

**APPROVED:** Staff Survey and Diversity & Inclusion Survey results received; Board noted key themes and endorsed the proposed approach to behaviour and leadership development.

**ACTION:**

- CEO to draft a **Board-endorsed response** to staff survey findings, outlining Trust-level actions and send to all staff.
- CEO/DCEO to explore increased use of **time-limited TLRs/responsibility payments** to support leadership development and progression, and bring proposals to a future meeting.

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## 20. Review of Trust Risk Register

**Report introduced by:** CEO and Chair

The Board noted that many risk areas had been covered substantively under Items 10, 17, 18 and 19 (e.g. SEND, pupil numbers, Twickenham viability, legal threats, estates and compliance).

Key points recorded on the **Trust Risk Register** include:

- **Legal and complaint risk**, particularly around SEND at TPA and parental expectations of provision and placement;
- **Financial risk** associated with falling pupil rolls (especially in London) and SEND funding gaps;
- **Estates risk** at Sires Hill (defects) and the emerging programme at Valley Park;
- **Governance risk** associated with external perceptions and evolving frameworks (NGA review and Ofsted changes).

**APPROVED:** Trust Risk Register reviewed via substantive discussions in the meeting; Board noted the key risks and current mitigations.

**ACTION:** CEO to continue monitoring TPA intake (particularly for September 2026) and report application numbers and recommended contingencies once local authority allocations are known in January 2026.

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## 21. Policies – Admissions Policies for 2027/2028 (DPA, SHPA, TPA, WPA, Valley Park)

**Report introduced by:** CEO

CEO presented draft **Admissions Policies for 2027/2028** for:

- **Didcot (DPA):** PAN remains at **60**.
- **Sires Hill (SHPA):** PAN remains at **30**.
- **Twickenham (TPA):** PAN remains at **30** following the reduction from 60.
- **Wantage (WPA):** PAN remains at **60**.

- **Valley Park (new school):** Proposed PAN of **30** for Reception initially, but with capacity to expand towards 90 in time.

CEO stressed that the Valley Park admissions policy is being brought forward now to support **timely consultation** and to align with **local authority planning**.

**Director Question / Challenge:**

Are there any foreseeable risks in setting Valley Park's PAN at 30 initially when the site can accommodate 90, and how will this be communicated to parents?

**Response / Assurance Provided:**

CEO explained that:

- Starting with PAN 30 allows for **controlled growth** and a stable early cohort, in line with Trust capacity and projected demand.
- The policy will make clear that the PAN can be **reviewed and increased** in future years as the school grows and local need stabilises.
- Formal consultation will be undertaken, and any significant feedback or recommended changes will be brought back to the Board.

**APPROVED:** Admissions policies for DPA, SHPA, TPA and WPA approved; **Valley Park policy approved in principle**, subject to consultation and any required amendments.

**ACTION:** CEO to undertake statutory consultation on the Valley Park admissions policy for 2027/2028 and bring back any recommended changes for final approval.

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## 22. CEO Performance Appraisal and Pay Recommendation

**This item was taken at the end of the meeting**, after all other agenda items had been concluded.

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## 23. Any Other Business

**Introduced by:** Clerk (GCO)

Under AOB, Clerk returned to **Directors' training** to ensure that actions and expectations were clear:

- Safeguarding training: all Directors are up to date; the next cycle will commence mid-2026.
- Prevent: refresher on a **two-year cycle**, last completed earlier in 2025; next due in line with that cycle.
- Cyber security: all Directors are asked to complete the **cyber security module** as soon as possible, with **15 December 2025** as the target date.
- Additional CPD: each Director is invited to undertake at least **one complementary course**, as set out in the training matrix, by **February 2026**.

Clerk also confirmed that the training matrix links have been checked and updated (particularly the Prevent refresher and cyber module), and that she will:

- Generate **certificates** for cyber security and other courses on completion; and
- Update the **Training Register** for audit and ATH compliance.

**APPROVED:** AOB item regarding training noted; Board endorsed the deadlines and approach.

**ACTION:**

- Directors to complete cyber security training by **15 December 2025** and notify HH.
- Clerk to issue certificates and log completion in the Training Register.

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## 24. Agree Confidential Status of OLT Documents

**Report introduced by:** Chair

The Acting Chair reminded Directors of the requirement under **ATH 2025 (paras 1.50–1.51)** to agree the confidential status of Board documents.

The Board confirmed that:

- The **agenda**, approved minutes and **final versions of policies** may be published and shared in accordance with Trust protocols.
- All other board papers and draft documents considered at this meeting are to remain **confidential**.

**APPROVED:** Confidential status of Board documents confirmed.

**ACTION:** None required.

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## 22. CEO Performance Appraisal and Pay Recommendation

**Report introduced by:** Vice Chair (Acting Chair)

*At approximately **12:33pm**, the CEO, Deputy CEO, Head of Operations, CFO and all non-Director attendees left the meeting. The Board Directors remained with the Clerk to consider the CEO appraisal and confidential pay recommendation.*

**APPROVED (CONFIDENTIAL):** CEO performance appraisal noted; Board approved progression to the **next pay step** in line with the Pay Policy and ATH guidance.

**ACTION:**

- Chair (RM) to issue a **formal confidential letter** to the CEO confirming the appraisal outcome and pay progression.
- Clerk to file the letter in the **confidential governance and HR records** and ensure payroll is updated accordingly.

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### Close of Meeting

The Acting Chair thanked all Directors and attendees for their contributions and noted that the meeting finished approximately 16 minutes ahead of the 13:00 scheduled end time.

Meeting closed at approximately 12:44pm.

**Appendix A – Summary of OLT Board Action Points (25 November 2025)**

Action Point Number	Owner	Minute Item	Action	Deadline
1.	Clerk (GCO)	4 – Board Membership & DBS/s128	Complete Trust-wide DBS/s128 audit (all tiers) and report findings to March 2026 Board.	Mar 2026
2.	Clerk (GCO)	5 – Directors' Training Requirements	Circulate updated Director training matrix (including revised Prevent refresher link and cyber security module) and update Training Register as completions are confirmed.	Dec 2025
3.	All Directors	5 & 23 – Director Training and Cyber Security	Complete cyber security training and notify Clerk; identify and complete one additional CPD course from the matrix.	Cyber by 15 Dec 2025; CPD by Feb 2026
4.	HOO & CEO	5 – Prevent Training Cycle	Review Prevent training frequency in light of emerging national guidance and report any recommended changes to the Board.	Mar 2026
5.	Clerk (GCO)	6 – Approval of Sept Minutes	Upload approved <b>23 Sept 2025</b> Board minutes to OLT website and GovernorHub; request electronic signature from the Chair.	Dec 2025
6.	DCEO	10 – 157/175 Safeguarding Audits	Ensure minor follow-up actions from OSCB 157/175 audits for DPA, SHPA and WPA are fully completed and reflected in future safeguarding reports.	Mar 2026
7.	GCO	11 – External Audit Report	Clerk to include the Committee and Board recommendation for continuing with the appointment of the external auditors in the agenda for the annual AGM in December 2025, for receipt by the Member	Dec 2025
8.	CFO	12 – Annual Accounts	Finalise minor presentational amendments to Annual Report & Accounts with auditors and arrange for signing and submission to ESFA.	Dec 2025
9.	CFO/Edufin	13 – Management Accounts	Coordinate on monthly management accounts summaries to ensure commentary fully reflects context and emerging issues.	Ongoing (from Nov 2025)



Action Point Number	Owner	Minute Item	Action	Deadline
10.	HOO	17 – Compliance Report	Confirm progress with fire door works at Wantage in the next Compliance Report.	Next Ops meeting / Mar 2026 Board
11.	DCEO	18 – RAG & Enrichment	Present a Trust-wide <b>Enrichment Overview</b> to the Board (following Ops where appropriate).	Mar or May 2026
12.	DCEO	18 – SEND Funding	Present a <b>SEND funding vs expenditure</b> analysis to the Operations Committee and then to the Board.	By May 2026
13.	CEO & Clerk (GCO)	18 – Governance Review & Away Day	Design and circulate a governance “ <b>appetite survey</b> ” based on NGA recommendations; use results to shape the <b>14 July 2026</b> Board Away Day agenda.	Survey by Mar 2026; away day July 2026
14.	Clerk (GCO)	18 – Board Away Day	Confirm <b>14 July 2026</b> as an all-day Board Away Day (hybrid), amend the existing calendar invite and arrange a venue (likely Reading or central location).	Jan 2026
15.	CEO	18 & 20 – Twickenham Pupil Numbers	Report back to Board on Twickenham (TPA) Reception applications after the <b>15 January 2026</b> deadline and propose contingency plans if intake is below 30.	Mar 2026
16.	CEO/DCEO	18 – Leadership Support (TPA)	Continue intensive leadership support and coaching at Twickenham and provide an update on Headteacher Standards and next steps.	Mar 2026
17.	CEO	19 – Staff Survey Response	Draft and issue a <b>Board-endorsed response</b> to staff survey findings, including key Trust-wide actions (behaviour, SEND, leadership opportunities).	Jan 2026
18.	CEO/DCEO	19 – Middle Leadership / TLRs	Develop proposals for greater use of <b>time-limited TLRs/responsibility allowances</b> to support leadership development and progression, and bring to Board.	May 2026
19.	CEO	21 – Valley Park Admissions	Undertake statutory consultation on Valley Park admissions policy for 2027/2028 and bring back any	May 2026



Action Point Number	Owner	Minute Item	Action	Deadline
20.	Chair (RM) & Clerk (GCO)	22 – CEO Appraisal & Pay	recommended changes for final Board approval. Chair to issue confidential letter confirming CEO pay progression; Clerk to file and update payroll/governance records.	Jan 2026
21.	Clerk (GCO)	23 – Training Certificates	Generate certificates for cyber security and other Director training completed, and log on Training Register for audit and ATH compliance.	Feb 2026

**Document Reference Disclaimer**

*All documents and reports referred to within these minutes were circulated to members via GovernorHub in line with the corresponding agenda and published in advance of the meeting. Each minute item recorded herein directly corresponds to the relevant numbered agenda item for that meeting. Supporting papers are retained on GovernorHub as part of the official governance record in accordance with Omnia Learning Trust protocols.*