

**Minutes of the Meeting of the Board of Directors**  
**OMNIA LEARNING TRUST**

**Held via Zoom on Tuesday 12<sup>th</sup> September 2023 at 10am**

Invitees	Role	Term of Office Ends	Attendance
<b>Board Directors</b>			
1. Jodie Croft (JC)	Board Director and OLT CEO	Ex-officio	Present
2. Alison Hill (AH)	Board Director	06/07/2024	Present
3. Silvia Holgado-Gomez (SHG)	Board Director and <b>Chair</b>	31/03/2024	Present
4. Tyler Jeffs (TJ)	Board Director	29/03/2026	<b>Absent</b>
5. Russell Massie (RM)	Board Director	08/11/2025	Present
6. Jason Murphy (JM)	Board Director	19/11/2023	Present
7. Ada Simpson (AS)	Board Director	29/03/2026	<b>Absent</b>
8. Arjun Thiru (AT)	Board Director	08/11/2025	<b>Absent</b>
<b>Other</b>			
Sarah Bellingham (SB)	OLT Governance & Communications Officer	N/A	Present
Carina Cuddington (CC)	OLT CFO (Edufin)	N/A	<b>Absent</b>
Beth Gorsuch (BG)	OLT Chief Operations Officer	N/A	Present

<b>Minutes</b>	
<b>1. Welcome and apologies for absence</b>	
1.1	JM welcomed everyone to the meeting. Apologies had been received from AS, TJ, and AT. The meeting was declared quorate ( <i>meaning that a minimum of three voting Board Directors were present</i> ).
1.2	It was noted that all documents to be discussed in the meeting had been circulated prior to the meeting via Governor Hub. These were shared on screen during the meeting unless stated otherwise.
<b>2. Declaration of conflicts of interests relating to agenda items &amp; declare any pecuniary or business interests or receipt of hospitality for the OLT Register of Business Interests</b>	
2.1	No conflicts of interest were declared in relation to agenda items and no updates were declared for the register.
<b>3. Identify items for AOB and/or confidential AOB</b>	
3.1	No items were raised.
<b>4. Approve minutes of the last full board meeting on 11<sup>th</sup> July 2023 and confirm matters arising not on the agenda</b>	

4.1 The Board unanimously approved the minutes of 11<sup>th</sup> July 2023. **ACTION - SB**

4.2 All actions recorded at that meeting would be reviewed at the planned Board meeting in November 2023. **ACTION – SB**

## 5. Review and Approve Policies

*Safeguarding and Child Protection Policy 2023-2024: DPA, SHPA, TPA, and WPA*

5.1 JC explained that the Department for Education produced statutory safeguarding and child protection guidance, updated annually, entitled Keeping Children Safe in Education. The latest update had taken place with effect from 1 September 2023, which every school was required to reflect in its safeguarding policy for this academic year.

5.2 JC summarised the key updates, which included new or enhanced requirements for:

- Web filtering and monitoring processes in schools,
- School responsibilities in relation to home educated pupils,
- The terminology in use and monitoring needed in relation to children absent from education,
- Enhanced online checks on staff prior to appointment,
- Reports to councils of safeguarding concerns about after school club providers,
- Positive action permitted under the Equality Act in respect of groups of disadvantaged children,
- Enhanced reporting processes for concerns about children being drawn into terrorism, and
- The terminology used to describe the crime of forced marriage or unofficial marriage.

5.3 The school policy updates had been based in each case on the local authority produced template for 2023. JC had reviewed the updated policy for each school and was comfortable that each reflected the updated statutory guidance. JC noted that TPA's policy had a small number of specific omissions, due to the incomplete template the Principal received. However, JC had flagged these to the school Principal and was confident that these would be remedied in the next few days. Therefore, she was asking for Board approval of the TPA policy pending these being done.

5.4 In relation to the web filtering and monitoring requirement, the Trust had asked its external IT consultant for advice, and the firm had recommended installing specific software for this purpose. The new software was in place at two of the schools, was in the process of being installed at TPA, and would be installed at SHPA once the broadband was up and running.

5.5 JC flagged that governors and trustees were now responsible for overseeing the effectiveness of the web filtering process at schools. Therefore, this would now be a standing agenda item for the Operations Committee once annually. A report would be produced for the trustees in this respect. **ACTION - SB**

5.6 **Q:** Had the Trust of schools received written certification from the IT provider about the suitability of the new software for this purpose?

**A:** BG explained that the new software purchased was called 'Securus' and that the IT consultant had confirmed the suitability verbally and via e-mails. BG would circulate the link to the Securus website to provide more information about the product. **ACTION - BG**

- 5.7** The directors confirmed their unanimous approval to these safeguarding policies, noting that in TPA's case this was being provided pending the completion of the gaps notified by JC to the school Principal.

*SEND Policy 2023-2024: DPA, SHPA, TPA, and WPA*

- 5.8** Each school's SEND policy for the academic year would be brought to the October 2023 QES Committee for review, together with the annual SEND Information Report, following which they would come to the Board for approval. **ACTION - SB**

*OLT Financial Policies and Procedures 2023-2024*

- 5.9** BG and JC explained the changes made to the document to ensure compliance with the latest Academy Trust Handbook 2023. BG had already e-mailed a summary of these to the directors on the Operations Committee, which was read out for the benefit of all directors at this meeting. This included reference to the recommendations from auditing firm UHY RB after its internal audit dated May 2023.

- 5.10** The directors on the Operations Committee were AH, TJ, AT, and JC. TJ had already e-mailed to confirmed that he had reviewed the changes and recommended the document for Board approval. JC and AH confirmed the same at this meeting.

- 5.11 Q:** Did the document adequately refer to all relevant types of fraud which the Trust needed to protect against?

**A:** JC thought the policy wording was clear about this. She flagged that she (as CEO) and BG (as COO), were the only two staff members who could approve bank payments. There was also a spending limit on all Trust/school credit cards of £1k. The document contained detailed procedures about payment checks and approvals and a paper trail was always required.

- 5.12 Q:** What approval processes were in place for school invoices?

**A:** There were two approval levels, with JC and BG approving the payment only after these had been pre-approved by the appropriate member of staff at each school. There were also stringent processes in place where a supplier or payee had changed its bank details, to ensure legitimacy. There was also a two-factor authentication process on credit card purchases and protection against fraud under standard rules for credit card use.

- 5.13** The Directors gave their unanimous approval to the updated OLT Financial Policies and Procedures for 2023-2024 and there were no further questions.

- 5.14** SB would upload the approved final versions of these policies to Parago, the Trust policies shared drive, and Trust website as required, and would notify the schools of the approvals to request policy uploads to school websites as needed. **ACTION - SB**

## 6. Review CEO Proposal for Staff School Lunch Fund for 2023-2024

- 6.1 JC explained that she was proposing to use some of the returns realised from the Trust's investment strategy to fund staff school lunches for the 2023-2024 academic year.
- 6.2 This was an example of a staff-wellbeing initiative, following discussions about the value of these at the Trust Away Day in July 2023. JC noted that this seemed an especially affordable initiative, whilst interest rates remained high and were not predicted to fall in the near future. The cost of paying for 117 school staff lunches every day for the 2023-2024 academic year had been calculated as £55k in total. This assumed all staff took up the offer which might not be the case. JC had spoken to the school caterers, who had confirmed they would be able to provide the additional lunches. The exception was TPA, whose caterers would not be asked to meet this demand, given the London mayor's offer of a free school lunch to all primary school pupils. Instead, staff lunches would be sourced from a local café able to provide items such as sandwiches and similar.
- 6.3 JC had discussed the proposal in detail with Edufin, to work out what cashflow the Trust needed across the year ahead, and with this in mind how much money could be locked away for how long to generate the best returns. Investing on a monthly basis earned less than investing for a 12-month period. JC had set out examples of investment cycles and returns in the document circulated prior to the meeting.
- 6.4 JC was proposing to invest £800k for one year to earn £44k, whilst also carrying out three three-monthly investment cycles involving £400k. Over the year that was estimated to generate more than was needed for the lunch scheme. JC was simultaneously proposing to either scrap or de-prioritise the staff CPD fund given the very low take up the previous year. Only £3.5k of the investment fund had been spent. JC would keep this under review. JC also noted that the Principals each thought the lunch scheme would be valued by staff.
- 6.5 **Q:** Would all staff at all schools have access to the lunch offer?  
**A:** JC confirmed that this would be the case, but that the lunch offer would not carry a cash value.
- 6.6 **Q:** Would staff taking up the offer still be free to take their lunch separately from the children?  
**A:** That was correct. There was no need for staff to eat with the children, as lunchtime staff were on hand to supervise.
- 6.7 **Q:** Interest rates would fall eventually. How would the Trust continue the funded lunch offer if rates fell to around 3% - was there a plan in place for that?  
**A:** Rates were expected to stay high for some time, but in the event of an unexpected dip, the Trust had adequate reserves to fund the offer until the academic year end. This had been forecasted carefully with Edufin.
- 6.8 **Q:** If a school had left over food at lunchtimes, was there a plan in place to donate this usefully to those in need?  
**A:** JC would speak with the schools to find out if there was left over food to the extent that this could be usefully donated. **ACTION – JC**

<p><b>6.9</b> The Board agreed that the proposal seemed to be one which staff would value and which would be affordable for the Trust. It was sensible to cap this at one academic year only and that the offer had no cash value.</p> <p><b>6.10</b> JC would inform the Board as soon as the Trust was in a position to formally make the lunch offer to staff. <b>ACTION - JC</b></p>
<p><b>7. Agree the confidential status of OLT documents, excluding the agenda, approved minutes of meetings, and approved final version policies, brought to each Board meeting (Ref: 1.45 ATH 2023)</b></p> <p><b>7.1</b> The Board agreed that all documents brought to this meeting were confidential to the Trust, other than the meeting agenda, any final version approved policies and final version minutes of meetings approved by the Board or Committee as required.</p>

**Meeting Closed: 10.45**

**Dates of next OLT Board meetings:**

(2/5) Tuesday 28<sup>th</sup> November 2023 11.00-13.00

(3/5) Tuesday 12<sup>th</sup> March 2024 10.00-12.00

(4/5) Tuesday 14<sup>th</sup> May 2024 10.00-12.00

(5/5) Tuesday 9<sup>th</sup> July 2024 10.00-12.00

**Actions from the Omnia Trust Board meeting of 12.09.2023**

<b>Action 1</b>	<b>Minute 4.1</b>	SB to ask Chair to sign previous meeting's approved minutes, and to upload those, this meeting's agenda, and this meeting's attendance to the Trust website <b>DONE</b>
<b>Action 2</b>	<b>Minute 4.2</b>	Chair to review action points/matters arising from the July 2023 Board meeting at the November Board meeting – see table below
<b>Action 3</b>	<b>Minute 5.5</b>	SB to update Operations Committee standing agenda to show annual review by the committee of the effectiveness of school web filtering processes <b>DONE</b>
<b>Action 4</b>	<b>Minute 5.6</b>	BG to circulate information about the suitability of software product Securix for school web-filtering purposes <b>DONE</b>
<b>Action 5</b>	<b>Minute 5.8</b>	SB to update Trust policy review schedule and QES standing agenda to show that annually updated school SEND policies and SEND information reports would come to October QES for review each year, prior to November Board for approval <b>DONE</b>
<b>Action 6</b>	<b>Minute 5.14</b>	SB to put final version of OLT Financial Policies and Procedures onto Trust policy shared drive and Parago, and to do the same for schools for the approved safeguarding policies (noting need to receive updated policy from TPA) <b>DONE</b>

<b>Action 7</b>	<b>Minute 6.10</b>	JC to inform Board when the Trust was in a position to roll out the funded lunch offer <b>DONE</b>
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**Actions from the Omnia Trust Board meeting of 11.07.2023 – to be rolled over to the November 2023 Board meeting**

<b>Action 1</b>	<b>Minute 6.4</b>	RM to share information about adultification training courses and about the evidence base for adultification <b>DONE</b>
<b>Action 2</b>	<b>Minute 11.4</b>	BG to confirm with EM that she had completed her H&S training
<b>Action 3</b>	<b>Minute 11.8</b>	RP to share work on well-being initiatives <b>DONE</b>
<b>Action 4</b>	<b>Minute 12.5</b>	JC to speak with EM about approaches on parent communication
<b>Action 5</b>	<b>Minute 12.13</b>	JC to update the risk register on risks to staff working with SEN pupils
<b>Action 6</b>	<b>Minute 12.14</b>	BG to look at the impact of working with SEN pupils on staff absence figures
<b>Action 7</b>	<b>Minute 13.7</b>	JC to speak with CC to confirm the affordability of an updated investment strategy over the summer holiday <b>DONE</b>
<b>Action 8</b>	<b>Minute 13.9</b>	JC to research staff well-being strategies potentially worth investing into with Trust investment returns <b>DONE</b>
<b>Action 9</b>	<b>Minute 20.2</b>	JC/SB to seek governor permission for publishing of diversity data
<b>Action 10</b>	<b>Minute 21.8</b>	SB to update the records to show SHG as Chair from September 2023 <b>DONE</b>
<b>Action 11</b>	<b>Minute 22.1</b>	JC to share governance survey feedback in autumn term
<b>Action 12</b>	<b>Minute 24.1</b>	Add agenda item to next Board meeting for approval of JM's renewed term of office <b>REVISED &amp; DONE</b>