

Meeting of Board of Directors
OMNIA LEARNING TRUST

Held in person and via Zoom on Tuesday 11th July 2023 at 10am

Attendees

Sarah Bellingham	OLT Governance & Communications Officer	Present	SB
Jodie Croft	Board Director and OLT CEO	Present	JC
Carina Cuddington	OLT Chief Financial Officer (Edufin)	Present (for part)	CC
Beth Gorsuch	OLT Chief Operations Officer	Present	BG
Barbara Harrison	OLT Member	Present	BH
Alison Hill	Board Director	Present	AH
Silvia Holgado-Gomez	Board Director	Present	SHG
Tyler Jeffs	Board Director	Present	TJ
Russell Massie	Board Director	Present	RM
Jason Murphy	Board Director and <u>Chair</u>	Present	JM
Rebecca Plaskitt	OLT Member	Present	RP
Ada Simpson	Board Director	Absent	AS
Arjun Thiru	Board Director	Absent	AT
Danielle West	OLT Member	Present	RP

Minutes

1. Welcome and apologies for absence

1.1 JM welcomed everyone to the meeting. Apologies had been received from AS and AT. The meeting was declared quorate (*meaning that a minimum of three voting Board Directors were present*).

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.

2. Declaration of conflicts of interests relating to agenda items & declare any pecuniary or business interests or receipt of hospitality for the OLT Register of Business Interests

2.1 No conflicts of interest were declared in relation to agenda items and no updates were declared for the register.

3. Identify items for AOB and/or confidential AOB

3.1 No items were raised.

4. Review of Trust Board membership (as well as DBS & s128 checks): appoint Chair and Vice Chair for 2023-2024, and confirm specialist director roles

4.1 This item was postponed to the end of the meeting, to allow time for SHG to join the meeting.

5. Directors' Training

5.1 SB had set up a refreshed training record for 2023-2024 with a broader selection of recommended training courses, in addition to the mandatory ones. JC was in the process of setting up an account with training provide Educare, to be able to offer Directors a wider selection than just those from the NGA's Learning Link website.

5.2 The two safeguarding specialist directors would be asked to complete an annual advanced safeguarding and child protection training module.

5.3 SB would continue to monitor directors' and governors' completion of training modules and to send reminders as needed. A reminder that the annual safeguarding refresher training was due or soon due for some of the Board, had been sent out earlier in the term.

6. Approve minutes of the last full board meetings and confirm matters arising not on the agenda

Board Meeting of 16th May 2023

6.1 The Board unanimously approved the minutes of 16th May 2023.

6.2 All actions recorded at that meeting had either been completed, were in progress, or were on this agenda.

6.3 JC flagged that she would be asking the Principals to include a section on the risks and impact of adultification in the autumn term version of each school's safeguarding and child protection policy. This topic was not covered in the latest version of the DfE's KCSiEd guidance.

6.4 Over the summer holiday period, RM would look at what training was available to share with the Trust on this topic via his role at Thames Valley Police. He would also collect and share a sample of the evidence base around it. **ACTION – RM**

7. Receive QES Committee Minutes of 4th July 2023

7.1 The minutes of the latest QES Committee meeting were received. The Board was asked to note that the summer term report for WPA had not yet been received from the Director of Education, and no report had been prepared for DPA due to illness.

7.2 The Directors had no questions.

8. Receive external annual safeguarding reports: DPA, TPA, & WPA

- 8.1** The Board acknowledged receipt of these documents.
- 8.2** WPA's audit had taken place, but the report had not yet been received. However, the Board had already seen Ofsted's inspection report, which had judged safeguarding and all other areas as outstanding only a few weeks previously.
- 8.3** The recommendations in actions in TPA's report were clear, were not of concern, and actions were in progress. Standard internal safeguarding checks would keep this closely monitored.
- 8.4** There had been no recommendations for action in DPA's report.

9. Receive Operations Committee Minutes of 27th June 2023

- 9.1** The Operations Committee minutes of 27th June 2023 were received, and the Board had no questions on these.

10. Receive Summer Term 2023 Internal Audit Report

- 10.1** This was the second internal audit report prepared for the Trust by UHY (RB). It covered financial controls and procurement. Overall, it had been very positive.
- 10.2** Eleven points had been identified, with all being low risk except for one rated as medium.
- 10.3** The Trust had responded to all points and had taken the required action to close them off. As part of this, BG had spoken with school office managers to ensure full awareness of all financial processes in the Trust's finance manual, which itself had been recently updated.
- 10.4** Further updates would be made to the manual to comply with the newly updated ATH 2023, and this would be brought to the Board for review in the autumn term in line with the existing requirements of the Trust's policy review schedule.

11. Receive Chief Operating Officer's Compliance Report of June 2023

COO Compliance Report

Covering: IT/GDPR, financial and other audits, budgets, HR, H&S (including external audits, WRA, FRA), Staff Absence, Premises/Compliance, Safeguarding (including SCR audit & LADO audit), & Policies review schedule

- 11.1** Directors and members had had the opportunity to read BG's report, which had been discussed in detail with the Operations Committee In June 2023.
- 11.2** BG asked the directors to note the ongoing challenge of how to reverse the trend of high staff absence rates. On average, six days' sickness absence was being taken per staff member per academic year. In reality the majority of staff were not taking any sickness

absence at all, meaning that the problem lay with a minority of staff. The HR led session later on in the Away Day would include this as a topic for discussion.

11.3 BG asked if anyone had questions.

11.4 Q: Had the TPA Principal completed her H&S training?

A: BG had received the invoice from TPA for the course purchase but would ask the Principal to confirm that the training had been completed. **ACTION - BG**

11.5 Q: What was the national picture around absence figures for school staff?

A: There was only national data for teacher absence rates, and this was out of date as it related to the Covid period.

11.6 Q: Was the absence picture similar across the schools?

A: WPA had very low staff absence rates. This might be linked with the small size of the staff team, and a perception by staff of a greater impact on others of taking leave. BG said that her focus was on how to foster a culture of teamwork and supportive behaviour in larger groups.

11.7 Q: Was the situation exacerbated by repeat offenders?

A: Yes. The worst cases were being dealt with via disciplinary procedures. It was the low-level repeat offenders who were causing more issues.

11.8 The directors and members discussed this topic in detail. Suggestions included focussing on the interaction and teamwork between teachers and teaching assistants, on capturing the success of staff relationships, and on investing more into staff wellbeing initiatives. RP would share some work with JC on wellbeing initiatives in the Academy Trust sector.

ACTION – RP

12. Receive CEO's Report dated July 2023

Covering: (per school) number on roll, attendance, safeguarding, progress towards annual targets, focus for next period, and staffing, (across the Trust) buildings and estates, growth and development plans, central services, internal communications, and Risk Register

12.1 Directors and members had had the opportunity to read JC's report, which was shared on screen. JC flagged that she had inserted a table which showed comparisons between the previous year's and this year's outcomes.

TPA

12.2 In relation to TPA, JC asked everyone to note how strong a year the school had seen, based on the energy and time invested by the new school Principal in her first year of headship. A number of areas had needed attention on her arrival, which she had been quick to spot and act upon. The Principal had received support from JC, BG, the other Principals and the Director of Education, who had also helped to train the subject leaders and provide support on curriculum development. An Ofsted inspection was due soon, and

JC was confident the Principal knew exactly what was needed in preparation. JC offered her thanks to the Principal and the staff for their hard work this year.

12.3 Q: Was a School Improvement Partner visiting in September 2023?

A: Yes, a SIP service would be provided by the council for the 2023-2024 academic year. This service was offered as standard if a school signed up for the local authority's package. The Principal and Trust thought that this would be valuable given the Principal was new to headship.

12.4 Q: Linked with the challenge of meeting parent expectations on communications from the school and the Principal, was the parent forum approach having the impact it was designed for?

A: The Principal had reported her frustration that the termly parent forum was poorly attended on a regular basis, with parents appearing to prefer regular discussions between themselves on school matters over social media. This meant that it was hard for the Principal to keep track of bigger questions or concerns and respond in a structured and scheduled manner involving transparency for all concerned.

12.5 It was agreed that it would be valuable for JC to discuss in more detail with the Principal, the extent and frequency of information shared with parents and how best this was done, to ensure it was having maximum impact. Specific points to review here included: the timing of parent forum meetings, themed discussions at these meetings, the use of google forms to encourage written feedback which could be anonymous if parents preferred that, as well as the possibility for a parent governor school e-mail address or similar made available for parents to use. JC would review this with the Principal. **ACTION - JC**

WPA

12.6 The directors and members had already received of Ofsted's recent inspection report confirming that the school had been rated as 'outstanding'.

12.7 The school had seen a good year academically, and had two newcomers not joined, it would have met its Greater Depth targets. Phonics outcomes were very high. Due to the size of the school, it was only up to KS1 in terms of published outcomes. These had been very strong.

12.8 However, the school was experiencing an issue with parents taking holidays in term time. All schools in the Trust were doing everything they could to remind parents of their responsibilities, which included the use of a new letter to families concerning a referral to the local authority.

12.9 The school was also facing issues with children being placed with it, who had very high levels of need, and for whom a mainstream provision was inadequate, inappropriate, and not in the best interests of the child.

12.10Q: Did WPA or any of the Trust's school staff have the right training to support children with these needs and design a suitable curriculum to meet these?

A: There was a lot of generalist special needs training in the schools, such as for ASD or autism. It helped with the planning and use of resources but was not the bespoke 1-2-1 expertise which a special provision offered. There was also the issue of not having additional classrooms or space to cater for pupils with very high needs, who regularly could not safely share the environment with other children.

12.11Q: Where was the closest SEN provision located?

A: There was one in Wantage, although not in Didcot, and a few were located in Southwest London.

12.12Q: What risks did this present to the Trust, the staff and the child or children with these needs?

A: The risk for the child was of permanent exclusion, for example if they were persistently violent. The risk for the school and Trust was that it negatively impacted on the published outcomes, despite the child potentially having made good progress below age related expectations. The risk to staff was that those working closely or 1-2-1 with the child could be injured physically or be put under enormous stress psychologically. This was potentially a source of higher staff absence rates for these reasons.

12.13Q: Had these risks been added to the Trust's Risk Register?

A: Not yet, but JC would add these in. **ACTION - JC**

12.14Q: How much was this contributing to staff absence, for example noting the high SEN pupil figures at DPA?

A: This was definitely something to look at in more detail. **ACTION – BG**

DPA

12.15 JC had a detailed discussion with directors and members the latest set of SATs results which had just been published for DPA.

12.16 Silvia joined at 11am.

12.17 JC highlighted key points from the remainder of her report on items including school building repairs and maintenance, the progress of the SHPA new build and the lease agreement with the DfE, the Trust development plan, central services, and the Trust Risk Register.

12.18Q: Was the Trust planning to repair or replace the WPA boilers in time for the change in temperatures and heating requirements in the autumn term?

A: Yes, that was correct. JC was calling the insurers regularly and they were due to come in and produce their report before the end of term, to help establish who bore the liability for the work. Irrespective, the boiler work would be booked in after the report had come out.

13. Receive Management Accounts and Budgets to month-end May 2023

13.1 CC joined at 11.15.

Executive summary

13.2 CC shared the Executive Summary on the screen. This had been discussed in detail with the Operations Committee at its meeting in June 2023.

13.3 She highlighted the key points concerning the Trust and each of the schools, to include discussion of in-year surpluses and deficits, carry forward balances, government grants and other income streams, staffing and non-staffing costs, capital reserves, and cash balances. May 2023. These management accounts had been discussed in detail at the Operations Committee meeting in June 2023. Overall, there were no issues, and the Trust was in a healthy position.

13.4 Directors were asked if they had any questions.

13.5 **Q:** Why was the WPA carry forward so high?

A: There had been front loading due to the pre-opening grant, so any surplus would not accrue at this rate going forward. The surplus position would be very helpful if the school needed to pay for boiler repair costs, although there was reluctance to do so.

13.6 **Q:** Had the additional resources for staffing at DPA been fully spent?

A: Approximately one half to two thirds of that sum had not yet been spent due to recruitment challenges but was being rolled over for spending in the academic year to come.

13.7 JC updated directors about the success to date of the Trust's investment strategy and confirmed the total amount of money earned by way of interest. This was being placed into the Trust's CPD fund for staff. JC would speak with CC after the meeting about potential updates to the current strategy for the summer period, to maximise the returns from higher interest rates. **ACTION - JC**

13.8 Subject to JC agreeing the affordability of the strategy with CC after the meeting, the directors gave their approval to the Trust investing an increased amount on a weekly basis over the six-week summer holiday, which would return to the current weekly investment amount from September 2023.

13.9 The directors discussed the low take-up by staff of the CDP fund and discussed other potential avenues for investment, to include a range of potential staff well-being initiatives. JC would research options on the staff well-being theme and bring her suggestions back to the Board. **ACTION - JC**

14. Approve annual budgets – OLT, WPA, DPA, TPA, SHPA

14.1 CC was advising the Trust to submit a set of non-balanced budgets, to be properly reflective of Trust's predicted income and expenditure in the following financial and

academic year. TJ was supportive of CC's view. These budgets had been discussed in detail with the Operations Committee at its meeting in June 2023.

- 14.2 BG had supplied an information sheet with the budgets, setting out a detailed list of assumptions on which the budgets had been based. An example was the inclusion of all fixed-term staff costs, to demonstrate the staffing resources currently required for the Trust and schools to operate as at the current time.
- 14.3 CC provided more detail on the assumptions used in relation to government funding and anticipated pay-rises for teachers and support staff.
- 14.4 JC said that whilst she was disappointed to be submitting non-balanced budgets, doing otherwise would be to give a false impression to everyone about the level of resources and the quality of education the Trust was able to provide its pupils based on predicted costs and funding levels.
- 14.5 The Directors agreed it was important to produce an honest picture of what the Trust needed and what it cost to meet that need.
- 14.6 CC confirmed that she had produced a narrative to accompany the budgets at the time of submission. This would explain the assumptions used, and the steps needed to rectify deficit positions in the absence of increased levels of funding.
- 14.7 The Directors were supportive of this approach and gave their unanimous approval to the budgets presented to them. There were no further questions.
- 14.8 CC left at 11.55.

15. Review and approve any expenditure over £50k

- 15.1 There had been no expenditure of this type to approve.

16. Receive Dear Accounting Officer Letter from EFSA

- 16.1 The latest letter from the EFSA was shared on screen and noted as received.
- 16.2 This was discussed and there were no questions.

17. Review and approve policies

- 17.1 There were no policies to approve at this time.

18. Receive pupil survey results

- 18.1 JC presented these on screen, and they were noted as received.
- 18.2 JC ran through the headline points and explained that pupils' feedback had generally been very positive, especially in the area of safety and wellbeing.

18.3 The school Principals had each received the survey feedback specific to their school and had responded to this at the recent QES Committee meeting to explain their area(s) of focus arising out of the results, with the exception that the DPA Principal had yet to respond as it had not been possible to provide her with the survey report in time for that meeting. JC would speak with AA about this later in the term and would also ask all Principals how they planned to feed back to pupils about their survey responses and actions being taken as a result.

18.4 It was agreed that pupils' perceptions of naughtiness could vary hugely. It was also noted that the examples of pupils' comments listed at the end of the report, both positive and negative, were each an actual statement from an individual pupil, and were not indicative of themes in themselves.

19. Update on the Trust development Plan

19.1 This had been covered in the discussion about the CEO's Report. It would also be discussed an Away Day session later that day.

20. Update on Diversity Data Proposal

20.1 Based on the DfE's recommendations, JC was proposing to publish diversity data about directors and governors on the Trust website on gender, age, and ethnicity.

20.2 The directors agreed unanimously. The governors would be asked for their permission before any data was published about them. **ACTION - SB**

21. Agree Schedule of Trust Board and Committee business for forthcoming year

21.1 JC said that the remit of committee business the following academic year would be very similar to this year, with minor tweaks. The delegation structure, set out at the back of the OLT Governance Handbook, would also remain the same.

Directors' Link, Specialist, and Committee roles for 2023-2024

21.2 Link and specialist roles had now been allocated, along with Committee allocation. JC ran through these listed in the updated OLT Governance Handbook for 2023-2024. Additional training would be recommended to support directors with these.

21.3 Parent and staff governor roles had also been updated and reshaped in line with DfE Trust quality of education and workforce quality descriptors. A more a more bespoke governor induction process and enhanced governor training was planned. It was hoped that parent and staff governors would enjoy the opportunity to be more involved in the governance of their schools and to contribute more meaningfully at QES Committee meetings.

21.4 JC explained that she was comfortable for these roles to remain under discussion for the time being, until the start of the new academic year. Directors were asked to get in touch with JC after the meeting with any comments, or to raise questions at this point in the meeting.

21.5 No comments or questions were raised.

Appoint Chair of the Trust Board for 2023-2024

21.6 JM asked the directors to confirm who would be interested in taking on the role of Chair the 2023-2024 academic year, noting that SHG had expressed an interest in this earlier in the term.

21.7 SHG confirmed that she would be happy to take on the role. No other director put him or herself forward.

21.8 SHG left the meeting at 12.11. The directors gave their unanimous approval to SHG's appointment in the role. SB would confirm the appointment to SHG together with the offer of suitable training and would update the records as needed. **ACTION – SB**

22. Review Trustee and Committee contribution, terms of reference and delegation structures

22.1 JC asked directors and members to please fill in the governance survey which had been circulated. JC would share the feedback in the autumn term. **ACTION - JC**

22.2 JC also asked if there were any questions or comments members or directors would like to raise at this point in the meeting.

22.3 None were raised and JC thanked everyone for their continued support.

23. 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: 2.51 ATH 2022)

23.1 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.

24. AOB

24.1 JC explained that JM had kindly offered to stay on as a director for a further term of office, when his current term expired mid-way through the autumn term 2023. This would be presented to the Board for approval at the relevant time. **ACTION - SB**

24.2 JC expressed her thanks to JM on behalf of the Board for the incredible support he had provided over many years and her gratitude for the offer of continued support.

Meeting Closed: 12.20

Date of next meeting: Tuesday 12th September 2023 from 10am to 10.30am

Actions from the Omnia Trust Board meeting of 11.07.2023

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