

## Minutes of Board Meeting

Date:	Thursday 10 <sup>th</sup> March '22	Time:	11:00 – 3:00
Location:	Teams	Clerk:	Sunita Yardley- Patel
Present:	Paul Hann – Trustee (Chair) Frances Hall – Trustee Nick Hudson – Trustee (CEO) Andrew Jones – Trustee Jan Renou – Trustee Bal Samra – Trustee Ian Brookman – Trustee Peter Murray – Trustee	Attendees:	Jo Dawson (National Director of Finance)  Diana Murray Malcolm Trobe (CST reviewer)
		Apologies:	Maria Reraki - Trustee Karen Bramwell - Trustee

	Item	Action
1.	<b>Welcome, introductions and apologies</b>	
	<p>The chair welcomed everyone to the meeting including Malcolm Trobe CST reviewer carrying out an external review of governance.</p> <p>Apologies were received from Maria Reraki.</p> <p>The chair updated the trust board on the Principal Review Group meeting highlighting that many issues were consistent with those across the MAT sector including attendance and behaviour; mental health and wellbeing; and attainment which was particularly true in early years.</p> <p>The chair also highlighted that some principals had expressed concerns around the new education structure and the new broadband provider.</p> <p>The Chair noted thanks had been passed onto the principals and school teams for recent hard work and the feedback provided within the session.</p> <p>The Trustees asked about the change management process, including communications, associated with the change to the education structure.</p> <p>The CEO outlined consultation and communication process associated with the change to the education structure. The CEO also provided a summary of the</p>	

	feedback received during the consultation process.	
<b>2.</b>	<b>Minutes and matters arising</b>	
	<p>Bal Samra noted a new business interest: Board Member of BAFTA.</p> <p>The minutes from the previous meeting were approved.</p> <p>Matters Arising:</p> <ul style="list-style-type: none"> <li>- IPR review; there is work underway, this has been addressed in the CEO report.</li> <li>- Forge Mountain Centre: steps have been taken to ascertain legal ownership, work is continuing. The action will be moved to the A&amp;R for further monitoring.</li> <li>- Management Accounts: accounts will be shared monthly from this month; one ledger is now embedded which will support more effective reported.</li> <li>- Regular finance update to trustees; regular update in the weekly note to be included henceforth– the National Director of Finance will update when necessary.</li> </ul> <p>All actions closed.</p> <p>There was a discussion about the separation of responsibilities between the DfE and ESFA and RSC arrangements.</p>	
<b>3.</b>	<b>CEO Report</b>	
	<p>The CEO outlined that there is a clear understanding from schools now that 'business as usual' has resumed. This has led to an increased focus on attendance, particularly persistent absence, which comes with additional challenges in terms of mental health and wellbeing, safeguarding and behaviour. This in turn is likely to highlight a shortage of adequate national support and resources for schools. This will be a focus of board level discussion as part of the integrated strategy and financial planning.</p> <p>The CEO outlined that schools are generally welcoming of the new education structure, particularly with the new focus on inclusion, SEND and mental health. The schools will have more regular support from the new education director positions and enable more focused cluster and regional level working. Positive feedback has been received around the development of the regional teams over the last few years.</p> <p>The White Paper due for release has been delayed due to the current political climate. The approach to academisation is expected to be outlined in this</p>	

<p>paper. There was a discussion about what this might look like. There is also an expectation that there will be further direction in the White Paper regarding an approach to governance. Once the paper has been released the board should allow time to discuss this. There will also be a Green Paper published on SEND which will need to be considered.</p>	
<p><b>The trustees asked what the mechanism by which the understanding of the White Paper implications for OAT would be analysed and communicated?</b></p>	
<p>The CEO responded that there will be commentary from the Executive and depending on the implications there may need to be an additional board meeting/board conversation about the implications.</p>	<p>NH</p>
<p><b>The trustees asked, when undertaking an implementation plan following a restructure, is the impact of the restructure monitored once it has been embedded?</b></p>	
<p>The CEO responded that the negative feedback given on the current structure change has been anecdotal and the response from many principals mostly positive. The structure, previously reviewed and approved by the SIS and F&amp;C committees, results in increases in capacity so there is only a low level of anxiety (compared to a restructure). The wider question about how the impact of this change will be monitored going forward should be discussed as part of the People Committee.</p>	<p>NH</p>
<p>The trustees wanted to clarify that the education directors should not be EPs but EDs. The trustees further outlined that the education structure focuses on better supporting all schools to ensure more consistent school improvement.</p>	
<p><b>The trustees asked how the trust is addressing the need to take positives from delivering education differently during the pandemic, i.e., blended learning.</b></p>	
<p>The CEO responded that many practices adopted during the pandemic have been continued including on line meetings, on line parents' meetings and the ability to switch seamlessly to remote learning.</p>	
<p><b>The trustees asked whether there had been anything from OAT in terms of lobbying the DfE in the shaping of the White Paper?</b></p>	
<p>The chair responded that there is regular contact with groups of chairs and CEOs from the DfE (particularly via CST) and the feedback from these groups is communicated to the DfE.</p>	
<p>The trustees noted the impact of the current economic environment and the impact that this may have on public sector spending at the same time as increased pressures to improve the quality of education during a period of recovery. Within that context, it was noted that it was imperative that OAT maximises its' effectiveness and efficiency.</p>	
<p>It was noted that, in addition to growth through taking on new schools, there had also been organic pupil number growth. However, this varies across the trust with a small number of academies/ phases decreasing in size. At the same time, on-going efficiency improvement work continues to have an impact, but</p>	

	<p>further work is required.</p> <p>The education structure needs to be embedded successfully in order to make the biggest difference for children, improve academy ratings and increase pupil/capacity across the trust.</p> <p>There was a discussion about the management fee and the reasons for holding it flat to the prior year together with the provision of greater transparency around central costs.</p> <p>The CEO outlined the responses to the staff survey. The analysis process of the survey was outlined including the need to analyse data differently to effectively support the appropriate groups. The CEO outlined the key variabilities including staff response rates and staff welfare. There was an outline of the key messaging from head office staff including the need to effectively support head office managers.</p> <p><b>The trustees asked how many principals replied to the survey.</b></p> <p>The CEO responded that over 90% replied.</p> <p><b>The trustees asked how the monitoring of staff survey actions is taking place, is this going to SPBs, and will there be follow up with staff in schools where staff have fed back discontentment?</b></p> <p>The CEO responded that this is an agenda item on SPBs and LGBs.</p> <p>The trustees noted that the role of HO management team was a difficult one and that specific support should be considered for this group.</p> <p><b>Trustees asked that the KPIs of individual performance should involve engagement scores of staff, this is particularly crucial where the schools scores are low.</b></p> <p>The CEO responded that this would be addressed.</p>	<p>NH</p> <p>NH</p>
<p><b>4.</b></p>	<p><b>Strategy Update</b></p>	
	<p>The National Director of Finance outlined the strategy update which includes a clear mission, vision, values and purpose. Key strategic aims and enablers have been reflected.</p> <p>The trustees fed back on the structure of the strategy including the need for clarity on the desired impact that the strategy was designed to deliver. There was a discussion about the key strategic priorities and a request from trustees for these to be further clarified</p> <p>There was a discussion about 'employability'. It was reiterated that some principals feel it inappropriate to include 'employability' in the purpose as it was not considered to be inclusive or reflective of the range of ways in which people could lead fulfilling lives. However, it was noted that careers are a key component of the strategy within "Brilliant Journey" and is considered an area of special focus within the OAT Futures work.</p> <p>There was a discussion about the need to fundraise to continue to cover running costs of the organisation. This led to a discussion around partnerships,</p>	

	<p>including but not limited to fundraising, and the need to develop these at Trust level.</p> <p>Trustees discussed that different stakeholders would be interested in different aspects of the strategy and different levels of information associated with the strategy and that communications should be tailored to meet these needs.</p> <p><b>Trustees asked how financial planning has been outlined to deliver each of the strategy themes and how this will increase year on year?</b></p> <p>The NDoF outlined that latest resource planning had been developed with the draft strategy in mind and that this should be achievable within the financial targets presented in the Finance update.</p> <p>However, it was noted that in order to maximise the difference that the Trust makes, it makes sense to take a more strategic and proactive approach to fundraising and partnerships in addition to optimising efficiencies through economies of scale.</p> <p>Trustees discussed that, as a minimum, they were required to review and approve a fully integrated strategic and financial plan.</p> <p>Trustees discussed the need for an additional meeting to discuss the strategy before July. It was agreed that this should include details of the associated resource plans and this should take place in mid-late May.</p>	SYP
5.	<p><b>Financial Update</b></p>	
	<p>The NDoF presented a paper that included an update on the 21/22 financial position together with the financial targets for the next 3 years.</p> <p>Key financial risks were discussed including energy costs.</p> <p>It was noted that the Trust is planning a deficit for the next two years made up of the net impact of: a deficit in head office arising from increased central costs whilst partnership fee is held flat to 21/22 levels; deficits in a small number of academies which will be supported by 3-year education and finance turnaround plans; and an expected surplus in some academies. These academies may be in a stronger position due to past investment and/ or higher than average per pupil income which varies by LA.</p> <p>The Chair of F&amp;C outlined that this plan has been scrutinised and agreed by the Finance and Capital Committee. It was also noted that the budget was still being developed, would be reviewed by the Finance and Capital Committee in May subject to final board approval in July.</p> <p><b>Trustees asked whether it is an option to further outline the fee which includes adding educational value.</b></p> <p>The Chair of F&amp;C confirmed that this has been discussed and the agreement has been for this to stay as is for the time being to try and ensure some consistency across the Trust. There may be additional charges for additional support on an ad-hoc, school-by-school basis.</p> <p>The NDoF stated a document detailing the role of each of the central teams was communicated as part of the budget guidance and that this, together with</p>	

	the budget guidelines, received positive feedback.	
<b>6.</b>	<b>Lunch</b>	
<b>7.</b>	<b>External Reporting</b>	
	<p><u>7.1 Gender Pay Gap Reporting:</u></p> <p>The CEO outlined that Gender Pay Gap Reporting is a legal requirement and this has been completed to influence recruitment strategy in line with legal requirements.</p> <p><b>Trustees asked whether there will be any presentational issues with this when it is published?</b></p> <p>The CEO responded that this is usually covered by the media, usually collective with other Trusts when covered by the media.</p> <p>There was a discussion about the format and limitations of the reporting.</p> <p><u>7.2 School Resource Management Self-Assessment</u></p> <p>The Chair of the A&amp;R Committee outlined the answers noted on the assessment. There has been progress made on the 'in-progress' items, which are the same items as last year.</p> <p>Trustees asked for there to be further elaboration on the 'valid insurances' answer.</p>	
<b>8.</b>	<b>Policies</b>	
	<p>The company secretary outlined the Biometrics Policy; a new policy which has been developed to meet statutory requirements in relation to collecting biometric data.</p> <p><b>Trustees asked how many schools currently process biometric data?</b></p> <p>The company secretary that responded that close to 30 schools are processing biometric data.</p> <p><b>Trustees asked what happens where parents do not consent to the processing of biometric data for students; how is it ensured that students will still be able to access services that require biometric data?</b></p> <p>The company secretary responded that the policy outlines that schools must have a back-up system for students who cannot use biometric data i.e., a pin or tick-list.</p> <p>The Biometrics Policy was approved.</p> <p>The company secretary outlined the Provider Access Policy; a revised policy which has been updated to reflect the increased emphasis on adherence to the Gatsby benchmarks.</p> <p>The Provider Access Policy was approved.</p>	

<b>9.</b>	<b>For info</b>	
	<p>The Board noted the minutes from the following committees:</p> <ul style="list-style-type: none"> <li>• F&amp;C Minutes – 16<sup>th</sup> Feb</li> <li>• SIS Minutes – 9<sup>th</sup> Feb</li> <li>• People Committee Minutes – 7<sup>th</sup> Jan</li> <li>• F&amp;C Minutes – 3<sup>rd</sup> March (extraordinary)</li> <li>• PRG – 3<sup>rd</sup> Mar</li> </ul>	
<b>10.</b>	<b>Trustee skills, training and succession planning</b>	
	<p>The NDoF outlined the key recommendations of the skills audit paper.</p> <p>Following a discussion about skills required, it was agreed that there are three trustee vacancies: 1. Legal/ Public Sector Governance &amp; Compliance, 2. IT/digital, 3. Finance/ Business/ Commercial. It was noted that when looking at recruitment there should be consideration for diversity and someone with a communications/customer-facing background.</p> <p>It was agreed that trustees would be co-opted rather than sponsor appointed.</p> <p>There will be a committee for the recruitment process: Chair, Andrew Jones &amp; Janet Renou. There will be follow up information from trustee recruitment services circulated.</p> <p>There was a discussion about cluster link roles. It was suggested that this is reviewed at the principals' forum in the summer term and additional trustees can also be considered if appointed. There is an aim to roll this out from September if successfully agreed.</p> <p>Confidential item (trustees only):</p> <p>Trustees discussed a confidential succession planning matter</p>	SYP
<b>11.</b>	<b>AOB</b>	
	<p>The People Committee Chair updated on the recruitment process for the National Director of HR and Communications</p> <p>The trustees acknowledged the recent retirement notice from the current National Director of HR &amp; Communications and thanked her for her significant contributions, hard work and dedication to the Trust.</p>	
<b>12.</b>	<b>Date of next meeting</b>	
	<p>Training and Development Session – 26<sup>th</sup> May Board Meeting – 14<sup>th</sup> July</p>	