Minutes - Board of Directors

Version:	Approved
Meeting Date:	Thursday 17th October 2019
Location:	CLF Institute, Board Room
Time:	4.00pm

Chair:	Jane Harrington (JH)	Chair of the Board
Members:	Airlie Fife (AFI)	Vice Chair of the Board
	Anthony Cherry (ACH)	Director
	Guy Keith-Miller (GKM)	Director
	William Liew (WL)	Director
	Adrian Coleman (ACO)	Director
	Su Coombes (SCO)	Director
	Bethan Owen (BON)	Director
	Nicky McAllister (NM)	Director
	Debbie Atack (DA)	Director
Attendees:	Steve Taylor (ST)	CEO
	Dan Nicholls (DN)	Executive Director of Education
	Sally Apps (SA)	Executive Principal
	Susie Weaver (SW)	Executive Principal
	Kate Richardson (KR)	Executive Principal
	Alison Fletcher (AFL)	Director of CLF Institute
	Ian Payne (IP)	HR Director
	Bryony Green (BG)	Director of Corporate Services
	Sarah Lovell (SL)	Finance Director
	Paul Olomolaiye (PO)	Observer
	Wendy Hellin (WH)	Clerk
Apologies:	Nusrat Arshad (NA)	Director
	Suzanne Carrie (SCA)	Director

Minutes

Item	Description	Action
1	**Introductions, Administration, Apologies**	
1.1	Those present introduced themselves.	
1.2	JH welcomed Deb Atack (DA) who joins the board as an HR specialist for Rolls-Royce. The members have also approved Suzanne Carrie (SCA) as a Director. Paul Olomolaiye, a prospective Director, joined the meeting as an Observer.	
1.3	Confidential Item	
	All non-Directors left the room to allow a confidential discussion regarding pay awards.	
2	**Election of Chair & Vice Chair**	
2.1	WH asked for nominations for the role of Chair. JH was nominated by GKM and seconded by AFi. There were no further nominations. All those in favour of the proposal made a show of hands. JH was elected as Chair.	

2.2	WH asked for nominations for Vice Chair. AFI was nominated by JH and seconded by NM. There were no further nominations. All those in favour of the proposal made a show of hands. AFI was elected as Vice Chair.	
3	**Declarations of Interest/Member & Director Declarations**	
3.1	Written declarations were collected.	
4	**Minutes of Previous Meetings**	
4.1	Minutes of the meeting of 15th July 2019 were approved.	
5	**Matters Arising**	
5.1	4.6 - SC noted that there is not an EDI section in the HR report and asked for it to be included next time. IP confirmed that feedback will be received from Principals next week so an update will be provided in the July report. IP to circulate some information before the end of term. *This item is complete.*	
5.2	6.2.6 - SW will circulate primary results data before the end of term. *This item is complete.*	
5.3	6.8.4 - GKM noted the high ratio of boys vs girls that have been permanently excluded. This is not out of line with national indicators and continues to be a concern for the federation. AFi asked that national data be included in the next report for benchmarking purposes. *This will be included in the end of year report*	
6	**Education Report/Results Review and SEF**	
6.1	**Input from Educational Scrutiny**	
6.1.1	The recommendations from scrutiny meetings are included in the Education report. The Academy Scrutiny panel is divided into two sub-committees so as to align better with the cluster model: Bristol, and South Gloucestershire/North Somerset. AFI chairs the Bristol panel and BON chairs the other. All panel members sit on the Executive Scrutiny panel, except SCA, who only sits on the Bristol sub-committee. The dates for the year have been set in advance. The new look tracker is in place; this will collate all recommendations for each school to ensure the issues are being addressed at pace.	
6.2	**Key Stages EYFS to P16**	
6.2.1	DN spoke to the paper at flag D, highlighting key parts of the report.	
6.3	**Questions from the board**	
6.3.1	**What is the role of EP in those schools of greater concern? Is it to lead change, or is it to improve leadership of the Principal and SLT so that they in turn can lead the improvements needed in the school? What is the role of Senior Principals in these schools?**	
6.3.2	Senior Principals do not typically line manage other academies. The diagram on page 5 of the education paper shows the level of intervention and resource that would be put in to an academy with a risk rating of 5. It is very contextualised, the role of the EP is very different depending on the need of the academy and its leadership team. At KOA (and for a short time SA) the EP was in the academy every day and took on strategic leadership as well as responsibility for operations, signing off any key decisions. The goal is always to get to a position where the Principal can lead the academy.	
6.3.3	**Some MATS are looking at the possible correlation between poor performance of academies and the lack of specialist teaching. We have some academies with fewer specialist teachers. Have you considered a correlation?**	
6.3.4	The focus on the curriculum puts subject knowledge at the front and centre. Some subjects are harder to recruit to, such as maths and science, although for September 2019 the CLF had full recruitment after a targeted focus last year. Budgets have also been challenging and this has resulted in academies no longer always able to recruit a FTE member of staff for each subject. There is some non-specialist teaching, such as	

	in humanities but this is not a large-scale problem and it is being addressed through FNN and CPD. . In primary academies, the federation has invested in subject specialism in certain areas and are working across the schools to upskill teachers in reading and maths. DN will commission some research in areas raised.	**DN**
6.3.5	**What data is kept on internal exclusions, and how is that data analysed? Are we tracking high numbers of incidents and looking for any over-representation of groups?**	
6.3.6	The use of internal isolation is varied across the trust and so is not tracked centrally. Each academy is responsible for tracking that and for analysing the data to ensure they are not disproportionately isolating vulnerable groups. Monitoring the isolations also ensures that academies know if there are recidivists and can question if the system is working. It may be that they need to rethink how they manage culture and behaviour in the academy.	
6.3.7	**When is national data available for each key stage?**	
6.3.8	The Inspection Data Summary Report (IDSR) is available now to Ofsted Inspectors. KS4 will be available in January; indications are that it is unlikely the CLF's Progress 8 figure will change very much.	
6.3.9	**End of Questions**	
6.3.10	JH thanked DN for the excellent report.	
6.4	**CLF Institute**	
6.4.1	AFI highlighted key points from the CLF Institute report. ST and the board congratulated AFL on her new role on the National Teaching Schools Council, where she represents the South West region.	
6.4.2	The media report is included as an annex to the report and is for information only.	
6.4.3	**Questions from the board**	
6.4.4	**The SCITT completion rate is 89% - is that good?**	
6.4.5	Completion rates are a challenge for us. They are slightly below the national average. We are striving to recruit people who would not always thrive on these courses. In our ambition to be very inclusive in this way, the completion rates sometimes drop.	
7	**Finance**	
7.1	**Finance Report**	
7.1.1	SL spoke to the Finance Report. A key area of focus for the finance team will be the implementation of a finance system. This will be in place by January 2021, not 2020 as in the report.	
7.1.2	The management accounts are almost complete; the finance team are just finalising the financial position at Broadoak Academy. They will be included in the full accounts at the end of the week. Figures in the report are therefore indicative at this stage.	
7.1.3	**Questions from the board**	
7.1.4	**When will the federation finish paying the CAB debt repayments?**	
7.1.5	This is on track to finish in 2021.	
7.2	**Marketing Strategy**	
7.2.1	A brief report from Michele Hosken is included at Flag G.	
7.2.2	**How do you measure the success of marketing campaigns?**	
7.2.3	We try to gain feedback in a variety of ways. For social media we capture the interest in terms of followers. If there is an event we have marketed, we collect information via participant surveys. Through the ARM and ARV meetings, we can map successful campaigns to pupil numbers. We are still considering ways to evaluate the success of different marketing strategies.	
8	**Human Resources**	
8.1	**HR Report**	

8.1.1	IP highlighted key areas of the HR report. Sickness absence is 4.8%, which is much too high. The federation is looking to implement measures to reduce this figure. Benchmarking shows the average is just under 3%.	
8.1.2	**Questions from the board**	
8.1.3	**Are there pockets of serious absence that are distorting the overall figures?**	
8.1.4	The rates are higher for professional services staff. We are about to launch a number of initiatives to help focus the attention on sickness absence.	
8.1.5	**How is staff retention; especially for those trained in the CLF Institute?**	
8.1.6	We are very successful at employing SCITT trainees as NQTs in federation academies. Insufficient time has passed to see if, once employed, they are retained longer than non-SCITT employees.	
8.1.7	**Do you break absence down to identify long term and short term?**	
8.1.8	Yes. There is too much short-term regular absence. The new HR system will help with identifying trigger points and patterns.	
8.1.9	**Do you hold exit interviews for staff?**	
8.1.10	Not currently, we are about to start this.	
8.2	**EDI Report**	
8.2.1	The EDI report details work carried out over the past year with academies to generate actions towards the equality goals set for the federation. There has been a lot of work in terms of recruitment, specifically in improving the recruitment process and targeting diverse areas.	
8.2.2	**Questions from the board**	
8.2.3	**The report feels HR focused, it would be interesting to see how the EDI strategy applies across the trust in all areas.**	
8.2.4	The 70 actions so far completed across the trust will be reviewed after half term. These are not all HR focused. The next report to board will focus on some of the wider work.	
8.3	**Diversity in recruitment**	
8.3.1	ST highlighted the Diversity in recruitment paper annexed to the HR Report.	
9	**Strategic Developments**	
9.1	**CEO Report**	
9.1.1	There are 3 areas of the strategic plan and each has a link director. Meetings between link directors and lead officers to review the first draft of all elements of the strategic plan took place in September. The plan is being refined and a final version will be shared with the Board in December.	
9.1.2	The Executive roles and line management arrangements are included in the report.	
9.1.3	Appendix 1 details the actual growth activity that has happened over the last 12 months and the potential for future growth. ST reported that he, JH and DN will be meeting with Hannah Woodhouse from the RSC's office on 7th November and it is anticipated that the federation will be asked about its current appetite for growth.	
9.1.4	An overview of the board and sub-committee membership is included in the report. There are currently 2 vacancies: Member of Remuneration committee – DA volunteered to join this committee. Member of People and Wellbeing committee – DA volunteered join this committee.	
9.1.5	AFi asked if another Director would like to take on the role of link Director for Safeguarding. Directors are asked to contact AFi to discuss this outside the meeting if they are interested.	**Directors**
9.1.6	**Questions from the board**	
9.1.7	**Is there any update regarding securing Post 16 provision on one dedicated site?**	

9.1.8	This has been a long held ambition. ST and SL confirmed that discussions are ongoing with the LA about the possibility of securing a bespoke site for this provision. It is being delayed due to funding issues and decision-making on such making is delayed due to the uncertainty around Brexit. The issue will be discussed with the RSC at the meeting on 7th November 2019.	
9.1.9	**Are we able to produce a Plan B to look at other potential sites and options?**	
9.1.10	At present, bids cannot be made for Post 16 provision via the free school bid process; so other options are limited. The outcomes from Post 16 this year should provide reassurance to the board about the provision, despite the split site.	
9.2	**Snowdon Village Board Paper**	
9.2.1	SA spoke to the paper at Flag J. SA gave an overview of the Snowdon Village provision and the background to Catch 22 closing their Bristol, Midsomer Norton and Wiltshire provisions. The federation was the only provider to bid to take on Catch 22 and the bid was successful. Catch 22 staff and students join the federation from next week. A management of change process will begin to align their staffing structure to that of Snowdon Village.	
9.2.2	It was hoped that the federation would be able to take on the URN of Catch 22 but this is not possible. The federation are therefore consulting on a significant change to the URN at BFA so that the students from Catch 22, The Nest and Engage all join the role at BFA, making Snowdon Village a formal 4-16 provision	
9.2.3	**Questions from the board**	
9.2.4	**Given the nature of the provision, with whom are you consulting?**	
9.2.5	All head teachers in Bristol and South Gloucester, the Bristol Inclusion Panel, educational leads and special needs leads in Wiltshire, BaNES and North Somerset, Catch 22 and parents and carers of students in those provisions. We also have a letter of support from Bristol City Council.	
9.2.6	**With the removal of Post 16 from the consultation, what is the alternative for Post 16 for Snowdon Village?**	
9.2.7	The plan was originally to safeguard 50 places at BFA to support them through the CLF Post 16 in a fully supported manner. This can still happen without the URN.	
9.2.8	**Are there financial plans in place to allow for all scenarios being considered?**	
9.2.9	Yes, the Finance Director is working closely with SA. The £28k per place includes estimated costs around set up. We are working within the funding stream to deliver what we need and are aware of the risks.	
9.2.10	**Are there risks to the students?**	
9.2.11	The perception is that we are putting in place a significantly better offer for the students and therefore reducing risk. The risk to the students is that if we do not induct them well, support them well, and implement the provision well, they will not attend. This opens them up to safeguarding risks.	
9.2.12	**End of Questions**	
9.2.13	Proposal: the board are asked to approve the submission of a Significant Change application to the RSC's office on completion of the consultation on 26th October 2019. *The board approved the proposal.*	
9.3	**Uphill interim due diligence report**	
9.3.1	SL gave a presentation on due diligence for Uphill. Slides are available on Teams.	
9.3.2	The results from the full due diligence process will be presented to the board in December. There are two options for submitting the application to the Head teacher board. It can either be done on: • 16th December 2019, with a potential joining date of 1st March 2020; or • 16th February 2020, with a potential joining date of 1st May 2020.	

	The federation is seeking the board's approval for the application to be submitted to the Head teacher board. If, after full due diligence is presented to the board on 12th December, the board do not wish to go ahead, it will be withdrawn. *The board approved this proposal.*	
10	**Governance**	
10.1	**Summary of Board review process**	
10.1.1	JH reported that the members' review meeting had been successful. Feedback showed that where Directors are working with Executive Team colleagues they are acting as a critical friend. There was feedback that there is some potential tension where Directors are also Chairs of Academy council. Further thought will be given to this.	
10.2	**Review of Sub-Committee membership**	
10.2.1	This item has been covered in the CEO's report.	
10.3	**Board and Sub-Committee terms of reference**	
10.3.1	There are no fundamental changes proposed to the Terms of Reference. Most amendments reflect changes to terminology and organisation in the trust. There are some minor changes around the required attendance figure.	
10.3.2	The board approved the revised Terms of Reference subject to the following amendments: • TOR for the P and W committee state attendance of 75% is required, this will be amended to 2/3 meetings for all Executive groups that meet three times a year (TOR for other committees will be amended so that this format is followed for continuity); • TOR for the Remuneration committee states attendance of 75% is required. The group may on occasion only meet once per year. The percentage value will be removed and the text will be updated to read 'The Board may consider the removal of members of this committee for non-attendance over a period of 12 months.' • TOR for the Remuneration committee will specify that the committee does not consider spot salary awards. • TOR for the Remuneration committee will state that the committee 'reviews the teacher's pension eligibility' rather than specify only senior education leaders. • TOR for the Education Scrutiny committee says that membership may vary. This will be amended to say 'All members sit on the Education Executive Scrutiny panel. The Academy Scrutiny Panel is split into cluster sub-committees with defined membership for each.'	
10.4	**Delegated Authority Framework and partial delegations (in Operations report)**	
10.4.1	Due to an administrative error the revised DAF cannot be approved at this meeting. This item will be carried over to the December meeting.	**WH**
10.5	**Report from Chairs of Academy Council meeting**	
10.5.1	There is a huge change in the paperwork produced for Academy Council meetings. All chairs now have the new templates.	
10.5.2	Attendance at COAC has improved across all settings.	
10.5.3	In terms of Academy Council Vacancies, there is a trend in relation to support staff vacancies. ACH suggested it would be helpful if some text was produced that articulated how a member of support staff might contribute to the Academy Council. This will be picked up at COAC.	
10.6	**New Chair of Council notifications for approval - BBA**	
10.6.1	The board approved the proposal that Nicky McAllister be the new Chair at BBA.	

10.7	**New Chair of Council notifications for approval - BMA**	
10.7.1	After a discussion about the skill set of the Academy Council at BMA, the board approved the proposal that Clare Ryder be the new Chair at BMA.	
11	**Other Operational Issues**	
11.1	**Operations Report (including PSGs, H&S, ICT) including admissions at JCA**	
11.1.1	At the start of each academic year the board are asked to identify Directors to fulfil the partial recommendations for areas marked P2* in the Delegated Authority Framework. The following delegations were proposed: • Strategy - ACH and ACO • Finance – Chair and WL • HR – Chair and DA • H & S – Chair and one other Director to be agreed outside the meeting. The board approved the delegations.	
11.2	**Softcat Microsoft licences**	
11.2.1	As per the Operations Report, the board are asked to approve the proposal to enter a 3-year contract with SoftCat for the Microsoft Licences. BG advised that ACO had asked two questions ahead of the meeting. These are detailed below with the response from Andy Ling, Head of IT: • What does the federation currently pay for licences? It is quite difficult to identify the cost of licencing as in previous years they have been brought separately and coded in different ways. Where a comparison can be made it looks like there will be an increase of around 15%. The federation were expecting an increase in licence cost at around a similar figure. • Should the federation be entering a 3 year contract at this time? A three year contract offers better value.	
11.2.2	The board asked a further question: • If there is a need to scale up in the future, is there a clear idea of how that would be priced? BG explained that there is a lot of transparency around costing as the purchase is via a framework.	
11.2.3	The board approved the proposal in principle, subject to more detail in answers to questions 2 and 3. BG will seek this information from Andy Ling and feedback to Directors by email.	**BG**
11.3	**Admissions Policy**	
11.3.1	Admissions policies are approved by the board. The policy must undergo full consultation if there are any material changes proposed, or if not consulted on in the last 7 years. There are some academies who are due for renewal due to the 7-year rule, and have no material changes. The only academy proposing a significant change is JCA. The reasons for the proposed change are outlined in section 4.3 of the Operations Report.	
11.3.2	Questions from the board	
11.3.3	This is a significant change in terms of the history of admissions into JCA. Have you picked up any local intelligence about the perception of admissions by the local community?	
11.3.4	The proposal would put the admissions process in line with our other academies in terms of admitting by geographical areas. There is unlikely to be any significant impact on children. The admissions policy underwent full consultation 2 years ago when the decision was taken to remove the admissions test. At the time there was no adverse feedback. BG has spent time with the interim Principal, Kate Willis, who had	

	explained how hard the academy were working to ensure the school was representative of the local area. An Equalities Impact Assessment has been carried out.	
11.3.5	The board approved the proposal to go out to formal consultation for the revised admissions policy.	
11.4	**Health and Safety Policy**	
11.4.1	The Health and Safety policy has been refreshed. Amendments include changes made to the intent statement and insertion of internal and external auditor details. *The board approved the policy.*	
11.5	**Safeguarding Annual Report**	
11.5.1	SW highlighted key elements from the Safeguarding Annual Report. Last year the report detailed all the different actions across the academies. That level of detail is not included in the report, but the commonalities have been analysed and are in the trust plan. The report details the external partnership work that is carried out; this is particularly pertinent given that thresholds are getting higher. Safeguarding induction is robust for new staff, they have a new job description and DSL colleagues from across the federation meet regularly for training and networking.	
11.6	**Safeguarding Policy**	
11.6.1	The Safeguarding Policy has been reviewed to reflect changes to Keeping Children Safe in Education. There are no major changes. *The board approved the Safeguarding Policy.*	
11.7	**E-Safeguarding Policy (verbal update)**	
11.7.1	The E-safety policy has been reviewed and is in draft format. It will be brought to the next board meeting once it has been approved by the e-safety network.	**SW**
11.8	**Complaints Policy**	
11.8.1	The Complaints Policy has been updated following feedback from panels last year and discussions with clerks and academies. The policy now places further emphasis on academies responding informally to concerns and complaints. The other change is to the timeframe for responding to complaints. There is no statutory timeframe and the current timeframe is ambitious. More time is needed to respond to complex matters and to insure appropriate investigations happen where needed. The timeframe has been appropriately extended. The final change is to include a section on complaints related to Data Protection matters.	
11.8.2	*The board approved the Complaints Policy.*	
12	**Report of the Sub Groups and Academy Council issues**	
12.1	**Audit Committee**	
12.1.1	The next meeting of the Audit Committee is 4th December 2019.	
12.2	**Finance Executive Group**	
12.2.1	The next meeting of the Finance Executive Group is 19th November 2019.	
12.3	**Premises, Projects and ICT Executive Group**	
12.3.1	ACO reported that staff have now been recruited to both the procurement role and the facilities management role. The group is trying to ensure a better view on what is coming up and looking forward, e.g. prioritising works for the summer. The group is working on looking through the detail of action plans for high-risk academies.	
12.4	**People and Wellbeing Executive Group**	
12.4.1	The next meeting of the People and Wellbeing Executive Group is 22nd November 2019.	
13	**Any Other Business**	
13.1	NM raised the issue of how the federation responds to issues around global warming and noted that the board should be seeking assurance on how the federation is	

	contributing by saving energy, recycling etc. The board also needs assurance on how the federation is being proactive to help and support young people whose mental health is affected by this issue. A report on this matter will be provided to the board at the December meeting.	**ST**
13.2	ST reported both St Nicholas school and Steiner Academy Bristol (schools supported by the federation) were selected for an Ofsted Inspection recently. The inspection at St Nicholas school has taken place and the federation will be mentioned in the report. The Ofsted for Steiner School Bristol was cancelled due to the imminent re-brokerage of that school into another trust.	
13.3	The meeting closed at 19.30hrs.	