



Company Number: 07977368

## Minutes of the Meeting of the Board of Directors

Thursday 1 July 2021 at 4.30 p.m. via Teams

Present:

Liz Holmes (LH) Chair  
 Rev Jason St John Nicolle (JS)  
 Ian Wright (IW)  
 Paul Turner (PT)  
 Anthony Cook (AC)  
 Christine Price-Smith (CPS)  
 Mark Greenwood (MG)  
 Sarah Church (SC)  
 Carrie Insley (CI)

In attendance:

Anne Lynn (AL) - COO  
 Louise Warren (LW) – Director of Education  
 Sandra Green (SG) - Clerk

Apologies:

Duncan Millard (DM) CEO

PROCEDURAL MATTERS		
1	Welcome, Apologies and Resignations	Action
	<ul style="list-style-type: none"> <li>Apologies had been received from DM and were accepted.</li> <li>LH welcomed all those present.</li> <li>LH reminded all present of the requirement to keep confidential all matters discussed until they were confirmed as being in the Public arena.</li> <li>LH noted that with PW's departure and hopefully a new appointee coming on board in time for the new academic year any revision of Link roles would be captured for the start of the new school year.</li> </ul>	
2	Notice and Quorum Requirements	
	The meeting was quorate.	
3	Declaration of Interest / Pecuniary Interests	
	None were made at this point in the meeting.	
4	<p><b>Accuracy of the previous Minutes</b></p> <p>CPS requested the following changes to the previous minutes which were <b>approved</b> by the Board:</p> <p>Item 21: QfE: Point 5: 'SIAMs' was changed to 'SIAMS' and 'Outstanding is the new 'Good' was changed to 'There is a raised bar in the current SIAMS evaluation schedule and 'Good' is considered to be the new Gold standard'.</p> <p>The revised minutes will be approved in writing by LH when the pandemic circumstances permit.</p>	
5	Matters arising from 20 May 2021 and previous meetings	
	<ul style="list-style-type: none"> <li>Items were updated as per Carried Over List.</li> </ul>	

	<ul style="list-style-type: none"> <li>SG <b>CONFIRMED</b> that all other Carried Over items had either been dealt with or were included as agenda items or scheduled for future meetings.</li> </ul>	
6	<b>Out of Committee activities</b>	
6.i	<p><b><i>Feedback from Members' Meeting to review the draft FLT Strategic Vision 2021-2025</i></b></p> <p>LH gave feedback from the above. The Members considered that there was much that was excellent in the document, but it required refinement. LH/AL/LW went back to basics and stripped it back to ensure themes are linked up throughout and it would be a document read understood and utilized.</p>	
6.ii	<p><b><i>LW/AL/LH have presented to Governors at Bridlewood</i></b></p> <p><b><i>LW/AL/LH participated in a Zoom meeting with representatives from Westlea and their umbrella trust.</i></b> Westlea have a particularly good SEND provision which is fully integrated LW is going to visit and an open invitation to visit any FLT school was extended to them. (See confidential minute)</p> <p><b><i>LW/AL/LH were due in the next day or so to meet with the SW Regional Schools Commissioner's local coordinator.</i></b></p>	
<b>STRATEGIC MATTERS</b>		
7	<b>Budget Update</b>	
	<p>AC reported that the ARC had reviewed Central Budgets, etc for the next 5 years. Very pleased to report that no schools needed to be called in to discuss deficits as there were none, which reflected the very hard work of all those involved.</p> <p><i>(Paul Turner joined meeting)</i></p> <p>It is hard to look round the corner but need to focus on next year and then take later years as where we believe we are heading, although Primary school changes are difficult to predict.</p> <p>AL: Have given you paper so that you can see numbers and risks. Surplus of £55k is growing to £300k in Year 5. Years 4 and 5 carry the most risk as things will change between now and then.</p> <p>FCC is helping as pupil numbers are reaching their peak with 9 forms of entry and Sixth Form, so helps with funding.</p> <p>Two schools are in deficit:</p> <ol style="list-style-type: none"> <li>FIS: Year 1 has a slight deficit of c.£8k as it is suffering from OCC playing catch-up of SEN funding, so we are ring fencing £15k for next year but it has to be accounted for this year – we can say they can use next year, which offsets the £8k deficit.</li> <li>Watchfield: We are putting in leadership support for the school. JS of SHR will therefore be providing leadership support on a tailored programme of three days, reducing to 2 days and then 1 over the course of the year. WAT will therefore repay SHR for this assistance so that SHR can backfill for JS's time. These are exceptional circumstances, so it is allowable – hence WAT returning a deficit budget. Q:SC:Will this create a negative impact for WAT having to use their monies, i.e. not able to use for other staff? A:AL: The school will have their normal budget; the cost of the support will come from their reserves, so it won't affect their in-year staffing plans.</li> </ol> <p>AL: Other schools:</p> <p>BUC: Always balanced budget.</p>	

	<p>FCC: 51k+ surplus with a dip in Year 2 due to extra staff, then climbing.</p> <p>JBL: Positive – end of Year 3 period should be out of deficit. Suzanne, the Headteacher, wants to move the school forward without a deficit budget so this is a great result.</p> <p>L&amp;F: No concerns. The only question is if the nursery places will be filled.</p> <p>SHR: Struggling. The Headteacher is working with WAT as previously mentioned. There is some risk for subsequent years. It is a growing school but has a couple of light numbers (Years 5 &amp; 6) – each pupil is worth £4k/5k – so lack of pupils in those years groups affects funding. Will be a challenging few years.</p> <p>WAT: Military pupil numbers are difficult to predict as often not present until August/September.</p> <p>FIS/FJS: Difficult to predict where parents will send their children. Joined-up approach with various scenarios, hence why numbers are presented as they are, so we can flex.</p> <p>There are some risks: FIS/FJS/SHR: Wraparound care intended from September 2021, but FIS/FJS possibly delayed until October which will impact on income.</p> <p>SEN risks for JBL/SHR/WAT as the needs of the new pupils are not yet known. LW may well pick up some good tips from her visit to Swindon school's special unit.</p> <p>Premises, as per previous reports to the ARC and the Board. However, the 5 year predicted pupil numbers will go over 3k so that will allow us more freedom re CAPEX projects.</p> <p>AC: WAT scenario is unusual to draw down on Reserves but has been carefully considered.</p> <p>Our Reserve grows so we need to ensure that we spend the right amounts on our cohorts.</p> <p>AL: Yes, we are talking to the headteachers re projects which they would like to tackle in the future. Also, to look at an IT refresh as we may be able to consider. Jo Ray will happily look at Premises.</p> <p>Q:SC: With pupil number exceeding 3000, what does that look like for CAPEX projects? A:AL: Currently the CIF process can be random but we have been lucky over last few years, so having our own money will be very helpful. CIF project outcomes were advised last week, for completion by March 2022. BUC: We got for Windows. FCC: will be appealing x2 bids and I will update you when we know. Reaching the 3000 pupil numbers means we will not have to bid for CIF funding we will be given our own Capital funding to manage projects as we see fit.</p> <p>IW: We have excellent CIF success due to superb work by Jo Ray.</p> <p>Q:JS: The Minimum Reserve seems very low, but I am new to this so this may well be usual, and the nature of the Pension Liabilities seems a scary figure? A:AL: With reference to the Trust Financial Report, the Pension Liability is underwritten by DfE, so the DfE would have to step in if anything happened to the FLT.</p>	
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	<p>There is no DfE guidance on Reserves, so I have investigated and spoken to three accountancy firms and have been advised that our Reserves are representative of MATs. As our Reserves are looking positive, it is acceptable. If we were holding too much Reserves, we would be advised by accountants that we should release more to invest in our pupils.</p> <p>£170k will be spent by FJS this year to support capital projects in the school. Having control over our CAPEX funding will allow us to address our Condition Survey issues, with contributions from the schools.</p> <p>AC: Reserves are pitched at one month's salary bill plus Premises, so is about right. The Condition Survey will give us the priorities.</p> <p>LH: The position is really pleasing so thank you everyone for all the hard work to get us here over the last three years. Whilst I support getting some of our schools to spend some of their Reserves, it must be on development projects. Consideration also needs to be given for central needs which could be initiated or developed such as SEND role which benefits all our schools and may need increasing from two days.</p> <p>AC: There are opportunities for ARC and the Board to ensure money is spent in the right places against our Strategic Plan; it's simply a way of giving choices/options.</p> <p>AL: Any time a school wants to use reserves it goes to ARC for close consideration.</p> <p>Implications of staff costs and potential range of pay rises in coming year on reserves was also discussed.</p> <p>The Board <b>REVIEWED AND APPROVED</b> the Best Value Standard and the 5-year Budget Forecast.</p> <p>LH thanked all for their contributions to this matter.</p>	
8	<p><b>Resources</b></p> <p>AL spoke to an updated FLT financial performance report.</p> <p>Revenue in year is in healthy position. £100k surplus for the year – mostly additional CV funding (c.£100k this year). FCC also due to receive c.£76k for the Summer School depending on numbers attending – they currently have 150 signed up.</p> <p>Capital is however £182k overspent due to FJS and other school capital projects. FJS have completed the Premises projects to mend Block B and boilers.</p> <p>So, FLT is in very good position. Headteachers are making their best use of budgets.</p> <p>Covid spending has dropped off and consider it unlikely to get further Covid refunds.</p> <p>Q:SC: Are there likely to be any further isolating costs incurred?</p> <p>A:AL: FCC has had three cases in Year 7, so 80 children isolated, and a Year 9 pupil has resulted in all of Year 9 having to isolate but teaching staff can continue teaching at home.</p> <p>The Board <b>NOTED</b> the current financial position.</p> <p>LH thanked AL, AC and the Finance Team for their excellent work on this item.</p>	

9	Receive reports from the Chair of Resources and Chair of QfE	
	<p><b>Resources</b></p> <p>AC advised that he had two points to pull out:</p> <ol style="list-style-type: none"> <li>1. It is excellent news that we have been awarded our CIF bid for BUC windows, but we are appealing re FCC's English Village. The bid is due to the state of the classrooms.</li> <li>2. It is very hard to get contractors for school projects due to the COVID pandemic, so co-ordinating them is problematic. We are doing a benchmarking exercise now.</li> </ol> <p>AC thanked AL and JR for their superb results with the CIF bids and Sophie, Anna in the HR Team and the schools for the high level of recruitment to vacancies.</p> <p>No questions from the trustees.</p> <p><b>QfE</b></p> <ol style="list-style-type: none"> <li>1) Thank You Day: PT advised that the 'Thank you day' has been discussed with the ALT to resolve when is suitable for them. LW advised that the ALT had proposed Thursday, 21 October 2021 as an additional INSET day and as a Thank you. Time off for Part-time staff who do not usually work on a Thursday will be sorted by local mutual arrangement.</li> </ol> <p>LH advised that for MATs it is if we guarantee that pupils are taught for enough hours.</p> <p>Q:CPS: I thought that 190 teaching days is the requirement, so is there vulnerability for Primary schools?</p> <p>A:LH: When Trusts are set up, they don't have to comply with the 190 days target and can have a sixth TD day.</p> <p>Q:CI: Is there a communication strategy as FLT need to advise as soon as possible so that parents can organise childcare?</p> <p>A:LH: That is a fair comment – we should communicate across all schools next week.</p> <p><b>ACTION: LW to liaise with ALT to co-ordinate please.</b> (completed after meeting)</p> <p>PT: It is important to make it clear that it is the Trust Board who have requested this, <u>not</u> the Headteachers.</p> <ol style="list-style-type: none"> <li>2) PT advised that the request for schools to reward Vulnerable pupils for their attendance during lockdowns has also gone to the ALT to discuss.</li> <li>3) PT advised that he and JS are going to cover SEND and PP jointly as the Link Governors.</li> <li>4) PT advised that SC, as Safeguarding Link Governor, will write up a protocol for the role to assist LGB role holders.</li> <li>5) PT advised that the support being provided for WAT is crucial for the school.</li> <li>6) PT recommended that the Board trustees read the QfE minutes as they provide a fuller account of the committee's activities.</li> <li>7) LW advised that outcomes data will be available for the 30 September 2021 meeting.</li> </ol>	LW

	<p>The Board <b>AGREED</b> that Thursday, 21 October 2021 be the 'Thank you' day for FLT staff, with separate local arrangements being made for part-time staff who do not usually work on a Thursday.</p> <p>The Board <b>NOTED</b> the reports from both committee chairs for which they were thanked.</p>	
10	<b>Trust's Strategic Vision 2021-2025</b>	
	<p>LH advised that the new version of the document had been uploaded on the previous day (30/06/2021) with some explanations stripped out and bullet points added. It is geared more towards 'learners first' as the priority for Year 1.</p> <p><b>ACTION: Trustees to please review and suggest any other success measures that should be included, which will then cascade into specific actions to how the Vision would be implemented.</b></p> <p>The Board <b>CONFIRMED</b> that they were pleased to see it as a slimmed down document and <b>AGREED</b> that it should go forward for further refinement.</p> <p><b>ACTION: LH to bring the document back to 30/09/2021 meeting for final review and sign off by Board.</b></p>	<p>Trustees</p> <p>LH</p>
11	<b>New Primary schools in Faringdon</b>	
	AC confirmed that both schools had signed up to 'Faringdon Primary' and individual names and personalities.	
12	<b>CONFIDENTIAL Item</b> - See separate minute.	
13	<b>Changes to Governance Documentation</b>	
	<p>LH advised that it had come to light due through conversations with external schools our LGB Constitution and Instrument of Governance documentation has not been reviewed since 2012/13 Our delegation grid is set out for LGB's of 'Good' and 'Outstanding', schools.</p> <p>Following a review, revised procedures have been set out to provide clarity around how delegations would be reduced, when and how governors could be removed or appointed by the board.</p> <p>LH has therefore updated these procedures be adopted and LGB's be asked to review their Instruments of Government if it came into effect on the formation of the trust/</p> <p>Q:CPS: I understand for the Constitution that, although VA schools may not yet be members, it remains a requirement of 75% church-nominated representation on the LGBs. Could you please check with Gordon Joyner?</p> <p><b>ACTION: SG to check with Gordon Joyner whether it remains a requirement to have 75% church-nominated representation on the LGBs.</b></p> <p>The Board <b>AGREED</b> that the document be adopted and LGBs be asked to review and consider any changes which they consider appropriate to their Instrument of Government.</p> <p><b>ACTION: LGB's to be made aware of revised procedures and to be asked to review their Instrument of Governance (completed by LH via separate e-m to LGB Chairs)</b></p>	<p>SG</p> <p>LH</p>

14a	<b>FLT Policies 2020/2021</b>	
	No policies had been presented for review or approval.	
14b	<b>Visit Reports from Link Trustees</b>	
	<p>SC had provided a report in her role of Safeguarding Trustee which had been uploaded prior to the meeting. SC advised that she had held three meetings with Lindsey Baldwin, FLT Safeguarding Lead and is writing guidelines as touchpoint for safeguarding link governors across FLT.</p> <p>SC also advised that she is developing relations with the safeguarding person in each school.</p> <p>LH thanked SC for her excellent work in this vital aspect.</p>	
15/16	<b>FFT Outputs and 2021/2022 Outcomes</b>	
	<p>LW spoke to the reports and confirmed that there is a large amount of analysis of the data possible and if any of the trustees require more details, LW can set them up as a user if they so wish.</p> <p>Updated information of 2021/2022 outcomes across the FLT Primary schools will be available for the September Board meeting.</p> <p>Q:MG: It is astonishing how much of a rise there has been in national GCSE grades – is this a potential problem for future KS5?</p> <p>A: LW: Yes, it will be. We should be proud that our grades have not been inflated. FCC wanted to stick with a true reflection of grades.</p> <p>LH thanked LW for the update and said that it would be useful to have EYFS and KS1 results too, as will lead into KS2 and KS4 to review.</p> <p>The Board <b>NOTED</b> the information presented.</p>	
17	<b>Trust Health Check Reports</b>	
	<p>LH advised that she had conducted checks at BUC and FCC.</p> <p>BUC's governors had been very engaged. Discussions had also been held with FCC's LGB and they are getting more familiar with expectations.</p> <p>Additional information for this item had been covered off within Item 9 above via the QfE committee.</p>	
18	<b>Update on FCC's School Website compliance status</b>	
	<p>AL advised that FCC had confirmed that their website was now compliant, thus all FLT school websites now met the statutory requirements. She thanked SG for her tenacity on this to ensure all schools were now compliant.</p>	
19	<b>CEO appraisal panel and external advisor</b>	
	<p>Q: IW: Are there any strategic risks to the FLT Strategic Vision and reputational risk as a result of the CEO's continued, long term absence?</p> <p>A: LH: No and we anticipate our CEO to be back with us from the start of the academic year. LW and AL have taken on much of the extra work needed to secure this area of work and provide effective cover for the trust, for which they were thanked by the Board.</p> <p>LH advised that the CEO's appraisal for 2020/21 had been conducted by LH and AC with CPS as an external advisor. LH recommended the same panel for this year's appraisal and the Board <b>APPROVED</b> such a panel.</p>	
20	<b>Governance 2021 Seminars: Plans</b>	
	<p>LH advised that, as the Summer Seminar had to be postponed due to the extension of the CV requirements for social distancing, plans were in hand to re-organise this for October 2021 the focus would be an 'Ofsted related topic and What is a Broad and Balanced Curriculum?'.</p>	

	Further details would be provided as soon as available. This proposal was <b>NOTED</b> by the Board.	
21	<b>Chair and Vice-Chair Nominations</b>	
	LH reminded trustees that they were welcome to self-nominate or nominate other trustees for the roles of Chair and Vice-Chair for the 2021/2022 academic year. Candidates willing to stand would be required to make a short presentation in support of their standing, with a secret ballot to follow.  Nominations to please be e-mailed to Sandra by <u>5 September 2021</u> , who would then follow up as per usual.	
22	<b>Trust Committees: Elections and Terms of Reference</b>	
	LH advised that she will refresh the Link Roles document in case anyone wishes to change. <b>ACTION: Trustees to let LH know if they would like a change of link role or committee by 16<sup>th</sup> August.</b>	<b>LH</b> <b>All</b>
23	<b>Future Board Meetings</b>	
	The Board agreed the venue and start times for the 2021/2022 meetings.	
24	<b>Any Other Business</b>	
	<ul style="list-style-type: none"> <li>• <b>Board Member Pen Portraits:</b> LH reminded those who had not yet done so to please send theirs to SG as soon as possible as they are essential in support of FLT's resubmission of the Articles of Association. <b>ACTION: Trustees to ensure that they have provided their pen portrait to Sandra as soon as possible. (Final Board ones received after meeting but FLT Senior Staff and a Member's awaited)</b></li> <li>• <b>Admission Regulations:</b> AL advised that an extremely late notification of a change in the Regulations had been received. The impact is that we were required to add in 'Internationally adopted children who were previously looked after' into Grade 1 into 2021/2022 Admission rules. We anticipate minimal impact. The Board <b>NOTED</b> and <b>APPROVED</b> the changes required.</li> <li>• <b>ALT's Reflections on how schools have addressed learning gaps caused by Lockdown:</b> LW spoke to the paper which was <b>NOTED</b> by the Board.</li> <li>• LH <b>thanked everyone</b> for their time and hard work during the year yet again dominated by the impacts of the Pandemic. LH wished all a very enjoyable and safe summer break.</li> </ul>	<b>All</b>
	<b>Close of Meeting</b> - Meeting ended at 6.53 p.m.	

Approved and Signed off by:

Date: