

## Board of Trustees

Meeting minutes

14th July 2025

4.00pm

Held in person at Landscope School House and online via Microsoft 'Teams'

**Present:** Cheryl Mathieson (Chair)  
Nicky Dunford (CEO)  
Dominic Course (DC)  
Ben Thorne (BT)  
Christine Cottle (CC)

**In attendance:** Matt Matthew (DCEO)  
Charlotte Roe (Governance Professional)

**Minutes:** Nicol Bush- Clerk to the Trust

No	Item	ACTION
1.	<b>Welcome and apologies</b> The Chair opened the meeting with a welcome to Trustees and apologies were received and <b>accepted</b> from KE, MT, GS and PW.	
2.	<b>Declarations of interest</b> There were no new declarations brought to the meeting.	
3.	<b>Any other business</b> There was no other business brought to the meeting.	
4.	<b>Approval of meeting minutes from 19<sup>th</sup> May 2025</b> <b>For approval:</b> <ul style="list-style-type: none"> <li>Part I Minutes of the meeting- Trustees <b>approved</b> these minutes as a true record and were signed accordingly.</li> <li><b>Part II</b> minutes were circulated via email privately to Trustees that attended the meeting. The Trustees agreed to review and approve these minutes via email after the meeting.</li> <li><b>Part II</b> minutes from the non-executive directors' meetings held on 30 April 2025 and 19 May 2025 had been circulated privately prior to the meeting. These were <b>approved</b> and signed accordingly.</li> </ul>	
5.	<b>Matters arising from 19<sup>th</sup> May 2025 not on the agenda</b> Matters arising from the previous meeting were included under the respective agenda items	
6.	<b>Trust Risk Register</b> <b>6.1 Update on Risk Register Working Party</b> Prior to the meeting, the CEO had circulated a paper providing an update on the Risk Register Working Party. She explained that she had visited a number of schools and found that there were significant discrepancies in what each was focusing on as Risks. There was also some confusion as to how and on what they should be making judgements which was leading to an inconsistent picture across the Trust. As a result, the CEO had developed a set of headings for each school to consider as major risks, providing a clear description for each risk, how it should be reflected and how it would manifest. In addition, relevant mitigation measures for each risk had been developed. The CEO said she would work with the DCEO over the summer to populate the information for each school, ensuring that all schools had the updated paperwork in place for September. <i>A Trustee asked how often the RR was updated by the schools AHs.</i>	

	<p>The CEO said she expected it to be at least termly. The DCEO responded that the frequency was determined by the risk level; the higher the risk the more frequent the review.</p> <p>It was agreed that training on the risk register should be provided to AHs. <i>The Chair asked whose responsibility it would be to provide the training</i> and the DCEO said it was his responsibility. The GP noted that, in future, training would be available in the form of videos, as it had been increasingly challenging getting Governors and Trustees available to attend sessions in person, due to work and family commitments.</p> <p>The Chair thanked the CEO for setting the parameters for moving forward with the Risk register.</p> <p><b><u>ACTION</u>- DCEO/GP to arrange training videos for AHs and Govenors once the RR has been finalised and in place.</b></p> <p><b>6.2 Meeting to consider the risk categories highlighted for Board review with particular scrutiny of any amber or red risks to ensure they are discussed within the meeting</b></p> <p>The Chair noted that there were six risks to be considered at the meeting – <i>Trust Growth; Reputation and Competition; Strategic Risks; Governance Risks; Policy Management; and Financial Management</i>. It was agreed that all of these risks would be discussed during the meeting.</p> <p><b>6.3 Meeting to consider any risk register issues brought forward from committee meetings</b></p> <p>No issues were brought forward.</p>	GP/DCEO
7.	<p><b>Chief Executive Officer's Report</b> (Circulated to Trustees by the CEO via email - before the meeting)</p> <p>The Trustees acknowledged receipt of the CEO's report. There were no comments or questions brought forward.</p> <p>The CEO noted that this year's SATs results were significantly better than last year's, which was a positive outcome.</p> <p>There was a detailed discussion around writing outcomes. It was acknowledged that although the Trust had a higher-than-national level of SEND pupils, it had only a low level of pupils with English as an additional language which should have led to more positive writing results.</p> <p>The CEO emphasised that, given the small class sizes and experienced teachers, every child should be supported to reach their full potential. She noted that there should be no complacency in cases where pupils narrowly missed top scores, as the expectation remained that all children were capable of achieving highly. The meeting agreed that the current pupil numbers presented an opportunity to provide more focused and personalised attention.</p>	
8.	<p><b>Deficit Recovery Plan</b></p> <p><b>Part II was taken</b></p>	
9.	<p><b>Trust Growth</b></p> <p>9.1 Woodbury management partnership – update</p> <p>The CEO noted that the Regions Group had not yet given permission for Woodbury School to join the Trust as they wanted to observe how well the Trust was managing the East Devon schools and review outcomes, particularly in light of last year's performance. As a result a management partnership had been put in place with effect from 1 September 2025. As part of the partnership, the Head of Woodbury School would become Executive Academy Head across both Woodbury and Woodbury Salterton schools, enabling the two schools to work together. In response to a question, the CEO explained that the current acting AH at Woodbury Salterton would remain as Senior Teacher providing leadership support at the school on the days the Executive Head was not in the school.</p> <p>9.2 Tiverton Federation of Schools – update</p> <p>The CEO noted that she had delivered a presentation to the governors of the Tiverton Federation of Schools. She noted that there was clear alignment with one of the schools in particular but that the Trust had not been successful following the presentation. The CEO had sought feedback and it appeared that it was a matter of preference and strategic alliance, with the governors</p>	

	<p>opting to proceed with trusts for which they were feeder schools, rather than anything they had not liked about the Trust.</p> <p>9.3 Update on East Devon schools (Covered in the CEO's report circulated to Trustees)</p> <p>There were no questions or comments raised on the update of the East Devon schools.</p>	
10.	<p><b>Admissions Committee</b></p> <p>The Chair provided an update on the committee's activity during the year. The committee, comprising the CEO, the Chair and relevant AHs, had continued to meet weekly; there had been very few meetings without applications to consider. As of that morning, the committee had considered a total of 166 applications across the year and across all schools within the Trust, ranging from preschool through to Year 6. Whilst some applications had been declined as schools lacked the capacity or resources to meet specific needs, the majority across the year had been accepted although not all had come to fruition as some were second-choice preferences. The level of activity had increased from the previous year although the Trust now had more schools. It was noted that the committee was not able to provide a comparison with the level of in year departures as it did not have access to this information. The DCEO agreed to provide a report for the next Board meeting</p> <p>There were no comments or questions brought forward.</p> <p><b><u>ACTION-</u> DCEO to provide a report on in year departures at the next Board meeting</b></p>	DCEO
11.	<p><b>Audit Committee</b></p> <p><b>Meeting held on 10<sup>th</sup> July 2025</b></p> <p>The Chair of the Audit Committee said that the committee's last meeting had not been quorate and so no formal decisions could be made. A policy discussed at the meeting would therefore need to be approved by the Board. The Chair noted that the Trust would need to go out to tender for external auditors next year, as the current contract was coming to an end. Two internal audit reports had been received. One focused on communications within the Trust and included five medium-risk recommendations. It had also highlighted the importance of involving Local Advisory Committees more in Governance processes, especially where engagement may be dropping. The other report had focused on the financial stability of the Trust and had highlighted three key action points, mainly related to the deficit recovery work and improving the timing of updates to ensure that Trustees had the most up to date information when making decisions. The Chair said the reports were helpful. Although initial management responses would be required as soon as possible, the reports would be discussed in more detail at the planned away day to be held in the Autumn. The DCEO said he would circulate the reports to the Trustees.</p> <p><b>Part II was taken</b></p> <p><b><u>ACTION-</u> DCEO to share the reports with Trustees via email.</b></p>	DCEO
12.	<p><b>Finance &amp; General Purposes Committee</b></p> <p><b>Meeting held on 11<sup>th</sup> July 2025</b></p> <p>The Chair of the Committee noted that most of the discussions at the F&amp;GP meeting had already been covered within today's meeting.</p> <p>There were no further comments or questions raised.</p>	
13.	<p><b>Remuneration Committee</b></p> <p><b>Meeting held on 11<sup>th</sup> July 2025</b></p> <p><b>13.1 Chair of the committee to provide verbal update and take questions</b></p> <p>The Chair of the Committee noted that discussion had focused on the documentation required to support the annual pay review to be considered at the committee's September meeting.</p> <p><b>13.2 Update re staff succession plan-</b> there had also been discussion about staff succession planning, which had been an outstanding item from the previous meeting. The CEO confirmed that a plan had been developed, with</p>	

	<p>the DoE taking the lead. The Trust used a talent grid to assess staff based on both their potential and their willingness to take on leadership roles. Each Academy Head completed the grid for their staff, and the results were discussed with the EIT. It had been noted that it was important that any professional development needs or support required for individuals were also considered and recorded so that these could feed into the Trust's development plan.</p> <p><b>13.3 Update re Admin Pay Structure-</b> the Chair of the Committee noted that she had spoken with the DCEO, who agreed to carry this forward to the next year as part of wider staffing discussions with the HROM and the new CEO.</p>	
14.	<p><b>Standards &amp; Curriculum Committee</b>  <b>Meeting held on 8<sup>th</sup> July 2025</b>  The Chair of the S&amp;C Committee said it was encouraging to see a strong focus on the wider relational approach, with clear emphasis on maths, English, and writing. The Chair noted that the topic of communications within the meeting had been raised. The discussions centred around the need to make communications more meaningful and less overwhelming for members of the committee, particularly in relation to the volume and timing of information being shared. There was a general feeling that the current approach could be improved and a meeting with the new CEO to discuss this further had been arranged for the following week.</p> <p><b>Local Boards</b>  The meeting had a robust discussion around LAC structures, attendance and meeting content. It was agreed that it would be helpful to continue the discussion at the meeting arranged the following week.</p>	
15.	<p><b>External Inspection Reports</b>  15.1 OfSTED: None since last meeting  15.2 SIAMS: None since last meeting</p>	
16.	<p><b>Governance</b>  <b>16.1 Update – Chair to summarise any changes or appointments of Members, Trustees and Governors</b>  <b>16.1.1 Possible Member changes- Part II was taken</b>  <b>16.1.2 New CEO status</b> - the Chair noted that current DfE guidance recommended that CEOs should not serve as trustees. Rachael also did not wish to be a Trustee, as she felt it would compromise the Board's ability to hold her to account. However, the Trust's Articles of Association currently stated that the CEO must be a Trustee. The Chair explained that this issue had been raised previously and discussed with the Diocese. The Trust had explored the possibility of amending its Articles and had obtained quotes from legal advisers. However, given current financial pressures and the fact that any change would not have been effected in time for Rachael's start date, the Board agreed to that it could not justify the expense at this time. Therefore, Rachael would join the Board as a Trustee and in order to avoid any undue influence over Board decisions, Rachael had suggested that she would waive her voting rights at each meeting. It was agreed to proceed on this basis and to revisit the need to change the Articles next year as it was noted that there may also be changes to Members.</p> <p><b>16.1.3 Bearnas Education Foundation Trust</b> - the Chair noted that as ND was retiring a new trustee was required for the Bearnas Trust. It was hoped that Rachael would take over as trustee from ND but more information was needed on the status of the Trust to proceed. The DCEO agreed to find out further information.</p> <p><b><u>ACTION-</u> DCEO to find further information about the Bearnas Education Foundation Trust.</b></p> <p><b>16.2 Trustee recruitment-</b> The Chair said that trustee recruitment remained a priority. At present, the number of foundation and non-foundation trustees was</p>	DCEO

	<p>equal, but the Articles require foundation trustees to be in the majority. This imbalance would need to be addressed.</p> <p>She added that there was currently an active advertisement for new trustees, on MyNewTerm (recruitment portal) and on the Trust's website and also LinkedIn. However, no one had come forward yet. The Board agreed that further efforts would be needed to attract suitable candidates and ensure compliance with governance requirements.</p> <p><b>16.3 Membership of Board committees-</b> all Chairs of the Board's committees <b>agreed</b> to remain in their current roles. Members of each committee also <b>agreed</b> to remain on their respective committees. It was noted that if additional trustees were recruited, both the Remuneration and F&amp;GP Committees would benefit from one more member each.</p> <p><b>16.4 Away Day-</b> The Chair confirmed that a strategy session was planned to take place towards the end of the first half term, although the exact date was still to be determined. The day would involve a full evaluation of the Trust to identify strengths and areas for development. The two recent internal audit reports would also feed into this process. The Chair also discussed the possibility of arranging a separate session with LAC chairs to focus on the area of communication.</p> <p><b>16.5 Update on LACs-</b> There were no further updates.</p> <p><b>16.6 Chair and Vice Chair of Board of Trustees for 2025/26 nomination forms</b> - Trustees were reminded to submit their nomination forms if they wished to stand or nominate someone else. Anyone nominating another person was asked to check with them first. All nominations would be announced at the upcoming AGM.</p> <p><b>16.7 Related Parties forms (Declaration of Interest)</b> The Chair reminded Trustees that the form had been circulated for Trustees to complete and asked that any remaining forms be returned as soon as possible to the GP.</p> <p><b>16.8 Meeting dates for 2025/26 and Governance Annual Cycle of Business (Circulated by the GP to Trustees via email- before the meeting)-</b> The schedule of meeting dates for the next academic year, along with the annual governance cycle of business, had been shared prior to the meeting. Trustees were asked to review the dates and raise any concerns. One Trustee mentioned a potential issue with Friday meetings due to work commitments, and it was agreed to follow up with this further and adjust the dates if necessary, once the Trustee's work schedule was confirmed.</p>	
17.	<p><b>Safeguarding</b></p> <p>17.1 GS to update meeting on safeguarding across the Trust</p> <p>17.2 CEO to update on any specific matters to note</p> <p>There were no updates available for the meeting.</p>	
18.	<p><b>Health and Safety</b></p> <p>There were no updates brought to the meeting.</p>	
19.	<p><b>Policies for approval</b></p> <p><b>19.1 Recommended by the Audit Committee</b></p> <ul style="list-style-type: none"> <li>• Risk Management policy- Deferred from the Audit meeting.</li> </ul> <p>The Chair of the Audit Committee raised comments regarding the policy, particularly regarding the responsibility of the Audit Committee for the maintenance of the risk register. It was clarified that this responsibility now sits with the Executive Leadership Team.</p> <p>Another concern was that the Trust's major risks did not fully reflect its responsibility towards children, in particular in relation to safeguarding. It was agreed that this should be added to the policy.</p> <p>The Governance Professional proposed that Trustees review the changes made by the Audit Committee and share any further comments via email by the end of the week. If no concerns were raised by then, the policy would be assumed approved.</p> <p><b>19.2 Recommended by the Finance &amp; General Purposes Committee</b></p>	

	<ul style="list-style-type: none"> <li>Professional Development- Trustees <b>approved</b> this policy following minor formatting changes.</li> </ul> <p><b>19.3 Recommended by the Remuneration Committee</b></p> <ul style="list-style-type: none"> <li>Early Career Teachers- This policy was not available for the meeting, so was deferred to the next meeting.</li> </ul> <p><b>19.4 Standards &amp; Curriculum Committee</b></p> <ul style="list-style-type: none"> <li>Behaviour in Schools</li> <li>School complaints</li> </ul> <p>Due to timing constraints in the S&amp;C meeting the Chair and Deputy Chair of the committee had agreed to review the policies outside of the meeting. They were therefore not available for Board review. They would be circulated separately by email for Trustees to review.</p> <p><b>19.5 Full Board Policies</b></p> <ul style="list-style-type: none"> <li>None</li> </ul>	
20.	<p><b>Review of Risk Register RAG ratings</b></p> <p>The Chair noted that while strategic priorities such as reputation, competition, and trust growth had been identified, not all areas currently had associated risks recorded. In particular, trust growth had not yet been risk-assessed, despite the fact that increased growth naturally brings increased risk. The meeting agreed the following RAG ratings:</p> <p><b>Trust Growth</b> - Trustees <b>agreed</b> for this to remain green RAG rated.</p> <p><b>Reputation and Competition</b> - Trustees <b>agreed</b> for this to remain amber RAG rated.</p> <p><b>Strategic risks</b> - Trustees <b>agreed</b> for this to remain amber RAG rated.</p> <p><b>Governance</b> - Trustees <b>agreed</b> to change the RAG rating to amber due to the need to recruit additional trustees.</p> <p><b>Policy management</b> - Trustees <b>agreed</b> for this to remain green RAG rated.</p> <p><b>Financial management and going concern</b> - Trustees <b>agreed</b> for this to remain red RAG rated.</p>	
20.	<p><b>Evaluation of governance impact of meeting</b></p> <p>The Chair reflected that the meeting had covered all necessary items and that everyone had been given the opportunity to contribute. Trustees agreed that the meeting had been productive and effective.</p> <p>Finally, the Chair expressed thanks to ND- the CEO, on behalf of all Trustees, for her valuable contributions and service to the Trust.</p>	

**The meeting ended at 5.45pm**

Signed by the Chair.....