

Held in person at Lanscove School House with some participation online.

Attended: Cheryl Mathieson (Chair) Christine Cottle (CC)
Rachael Sharpe (CEO) Paul Waterworth (PW)
Ben Thorne (BT) (online) Max Thomas (MT) (online)
Dominic Course (DC)
Graeme Scott (GS) (online)

In Attendance: Matt Matthew (DCEO)
Charlotte Roe (Governance Professional)

Minutes: Nicol Bush- Clerk to the Trust

| No | Item | ACTION |
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| 1. | Welcome and apologies The Chair opened the meeting with a welcome. Apologies were received and accepted from Kate Evans | |
| 2. | Reflection – Vision and Values <i>“Flourishing schools for all at the heart of our communities”</i> The CEO reminded the meeting of the Vision and values reflection. | |
| 3. | Declarations of interest There were no new declarations brought forward. | |
| 4. | Any other business There was no business brought to the meeting. | |
| 5. | Approval of meeting minutes For approval: <ul style="list-style-type: none"> The Part I minutes of the meeting were approved as a true record and were signed accordingly. The Part II minutes of the meeting (circulated to those who attended the meeting) were approved as a true record and were signed accordingly. | |
| 6. | Matters arising from 20th October 2025 not on the agenda 6.14.3 - DCEO to provide an update on the Bearnas Educational Trust and any information from the Charity Commission - The Chair informed the meeting that Christina Mabin from the Diocese had not been able to find any information regarding the Bearnas Trust. The Charity Commission had been suggested as a possible source, but the governing document did not appear to be available online. The DCEO explained that the next step was to locate the governing document, as it might contain restrictions on what could be done. The DCEO agreed to continue searching for the governing document. 6.14.5- GP to confirm the re-circulation of identity verification email and Directors to confirm they have completed the process- The GP confirmed she had re-circulated the verification email. | DCEO |
| 7. | Trust Risk Register The CEO presented the updated Risk Register and explained how it had been developed. The risks had been taken from the individual committee registers but asked Trustees to consider if additional risks should be included. She noted that this was a working document and it would be updated on a regular basis. Only | |

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| | <p>amber and red risks were highlighted for strategic review, while green risks were included in the full register. It was agreed that governance and leadership risks, such as succession planning, skills audits, and training, should be considered for inclusion.</p> <p>The CEO said that changes to RAG ratings would be reviewed regularly, and Trustees would be informed of any updates.</p> | |
| 8. | <p>2024-2025 Annual Report and Financial Statements (Circulated to Trustees before the meeting)</p> <p>8.1 Management Report from Bishop Fleming</p> <p>8.2 Annual Report and Financial Statements</p> <p>The DCEO reported that the final audit meeting with Bishop Fleming had taken place on 4 December, and the representation, management letters and annual report and financial statements were now ready for signature, subject to the Board being in agreement. The year-end position showed a very small deficit, with approximately £1.28 million in reserves and around £400,000 in capital reserves. The DCEO reported that the audit was clean, which was a positive outcome, and thanks were given to the team, for their hard work. Trustees reviewed the wording of the accounts and accompanying statements and agreed they were satisfied with the content. They authorised the Chair and CEO to sign the documents as appropriate, following which the documents would be filed with Companies House within the deadline.</p> | <p>Chair/ CEO/ DCEO</p> |
| 9. | <p>Chief Executive Officer's Report (Circulated to Trustees before the meeting)</p> <p>The CEO gave an overview of the report and invited Trustees to ask any questions. <i>The Trustees raised a query about persistent absence, noting that rates for pupil premium and SEND pupils appeared significantly higher, they asked whether national averages for these subgroups were available, as the figures they had mirrored the general 18.4% persistent absence rate but wondered if there were separate benchmarks for SEND and pupil premium.</i></p> <p>wel</p> | <p>CEO</p> |
| 10. | <p>Trust Evaluation Form (TEF)</p> <p>The CEO said that the full TEF had been reviewed along with action plans for areas rated amber or red. These plans had been broken down into key milestones for each term, with considerations beyond the year, and included notes on when progress would be RAG rated. The CEO acknowledged that the current plans did not show the impact of actions taken and emphasised the need to focus future reporting on impact rather than simply listing activities. The CEO noted that the action plans were designed to guide progress and were linked to the Trust strategy to ensure alignment.</p> <p>The Trustees approved the TEF document and its related action plans.</p> | |
| 11. | <p>Trust Strategy</p> <p>The CEO explained that she had taken the Board's priorities following on from the Strategy Day and had developed the Strategy document. The DCEO had assisted with the presentation of the document, and the CEO expressed thanks for his work. It was agreed that the Chair would write an introduction for the strategy. The CEO confirmed that the strategy would be launched in the new year and shared plans to revamp the website in the spring term to reflect the strategy. She stated that the strategic plan should be used by everyone as a reference point, highlighting key priorities and action plans. The CEO confirmed that the strategy would be shared with the schools, parents and community.</p> <p>The Trustees approved the strategy plan.</p> | |
| 12. | <p>Deficit Recovery Plan</p> <p>Part II was taken</p> <p>12.1 Recovery plan</p> <p>12.2 Appointment of Appeals Panel</p> <p>12.3 Challenge lead expectations</p> | |
| 13. | <p>Trust Growth</p> <p>13.1 Woodbury Management Partnership – update</p> <p>13.2 Update following meeting with Regions Group</p> | |

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| | <p>The CEO explained the complexity of the management partnership due to the prior composition of the Cedar Tree Trust which included Pinhoe and Woodbury. She noted that Pinhoe was now in a management partnership with Harbour Trust, which the Regions Group wanted to extend before formalising, as Harbour was newly merged and still being assessed for capacity. The Diocese preferred Pinhoe and Woodbury to transfer into new trusts at the same time, which created some uncertainty about next steps for Woodbury. The CEO stated that she would not be opposed to extending the management partnership if necessary, as it was delivering significant benefits across the East Devon hub.</p> <p>The CEO, Chair and DCEO had recently met with the Regions Group when the possible transfer of Woodbury to the Trust had been discussed. The Regions Group were still completing their assessment of the suitability of the Trust in line with their framework and would not be in a position to give a decision on a possible transfer until the end of January. One of their checks had raised a concern about turnover of leadership staff and in particular the high percentage leaving the sector. The CEO commented that this had not been something that had flagged up as a concern to us in our analysis of retention rates but questioned if it could be due to staff moving into the private sector. The Regions Group was unsure and said they would look into it but confirmed that it would not affect any decision they made. The CEO noted that given the upcoming changes to the central team, this metric may increase further. A further meeting with the Regions Group had been arranged for the end of January.</p> <p>The CEO concluded that while the partnership was working well, progress towards formalisation remained slow. She confirmed that the Diocese was also urging the Regions Group to make a decision as soon as possible and she would seek clarity from the Diocese to avoid unnecessary costs and uncertainty.</p> <p>The Trustees agreed to extend the partnership beyond the year if necessary.</p> | |
| 14. | <p>Audit Committee</p> <p>14.1 The Chair of the Audit Committee reported that they had received the external audit report from Bishop Fleming. The Chair explained that the meeting began with the standard requirement for Trustees to meet without the executive team present to provide reassurance. The auditors confirmed they had received all necessary information and reported that the external audit was exceptionally clean. There was detailed discussion around the going concern assessment, and the auditors were satisfied with the Trust’s recovery plan and the judgement of the executive team.</p> <p>14.2 Internal and external audits - The Chair noted that the committee had also reviewed the upcoming tender process for audit services, noting that the current external audit was the last under the existing arrangement and a new appointment would be required for the next year. Having discussed the tenders for the internal audit, the committee recommended reappointing Westcotts as internal auditors. The Board agreed the recommendation.</p> <p>The Chair noted that the committee had also discussed the tenders for the external audit and had shortlisted two firms for further consideration; interviews of the two firms had been suggested prior to a recommendation. The Board considered the Audit Committee’s analysis of the tender documents and, after some discussion, agreed to put a resolution to the Members at the AGM in January to reappoint Bishop Fleming as external auditors. Although Bishop Fleming’s quote was slightly higher, the Board agreed that, due to the current financial challenges, now was not the right time to make a change. Bishop Fleming’s established knowledge of the Trust and longstanding relationship were key factors in this decision.</p> <p>14.3 Internal audit programme - the proposed programme of internal audits for 2025/26 was not available for discussion and would be carried forward to the next meeting.</p> <p>14.4 Terms of Reference - the Trustees approved the Audit Committee’s terms of reference for 2025/26.</p> | Clerk/GP |
| 15. | <p>Finance & General Purposes Committee</p> <p>The Chair of the Finance and General Purposes Committee stated that there were no further updates, as the minutes had already been prepared and circulated to Trustees prior to the meeting. There were no questions.</p> | |
| 16. | <p>Remuneration Committee</p> | |

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| | <p>Part II was taken</p> <p>16.2 Updated Terms of Reference - The Trustees approved the Remuneration and People Committee’s revised terms of reference.</p> <p>16.3 CEO Objectives</p> <p>The committee reported that CEO objectives had been discussed at the previous meeting when agreement had been given to use an external consultant, Mark Blackman, to support the process this year. Mark had now met with the CEO to review potential objectives and then with the panel, comprising the Chair, GS, and BT, to gather their views. Both meetings aligned closely, which was reassuring. A joint session was then held to agree on priorities, and it was decided that objectives would span a two to three-year period due to limited opportunities to influence pupil outcomes this year. Mark subsequently drafted three core objectives: one focused on pupil outcomes, one on organisational change, and one on personal development, along with suggested actions and success criteria. His draft was shared with the panel for review and would be circulated to the Board in the new year for feedback before finalisation. The Chair reported that Mark would also provide ongoing support to both the Board and the CEO throughout the year.</p> | Chair |
| 17. | <p>Standards & Curriculum Committee</p> <p>The Chair of the S&C committee gave an overview of the meeting and there were no questions raised.</p> <p>The CEO stated that she wanted to provide greater clarity for the School Improvement and S&C at the next meeting by asking the EIT team to produce a strategic document showing where each school might sit if an Ofsted inspection occurred. She noted that recent changes to the Ofsted framework suggested that previously good schools might not now meet the new standards, increasing the likelihood that some schools could fall into the “needs attention” category for teaching, curriculum, achievement, and inclusion. However, she cautioned that this was an initial assessment and without the availability of any national reports to support the assessments.</p> | |
| 18. | <p>Governance</p> <p>18.1 Update of changes or appointments of Trustees and Governors</p> <p>A proposal to appoint two new Foundation Directors had been circulated in advance of the meeting. The Trustees agreed the appointments and the papers would be forwarded to EDEN for Foundation Member approval.</p> <p>The Trustees agreed the reappointment of two Foundation Directors whose current terms of office expire in Spring 2026. EDEN approval would also be sought.</p> <p>18.2 LAC Questions - The Chair noted that a couple of questions had arisen from the Local Advisory Committee meetings which had been agreed to be taken to Board level. However, as these were operational matters, they would be addressed by the GP through the usual channels rather than at Board level.</p> <p>18.3 Governor audit</p> <p>The GP explained that a skills audit had been undertaken for governors. The purpose was to update on current skills, understand how governors were feeling, and encourage reflective thinking. The audit had been designed using a coaching-based approach aligned with the TED model (Tell me more, Explain, Do), as discussed by the CEO. This method aimed to promote a coaching mindset among governors, enabling them to challenge Academy Heads constructively rather than acting solely as a conduit for concerns.</p> <p>Training to support the development of coaching skills had been scheduled for January. There was no fixed deadline for completing the audit, but progress was expected by the end of the spring term.</p> | |
| 19. | <p>External Inspections</p> <p>19.1 Ofsted: The CEO reported that Cheriton Bishop had received a call from Ofsted the previous week. However as there would have been no children on site at the time of the inspection due to a pantomime visit, Ofsted had agreed to postpone the inspection. It was noted that the inspection was likely to be rescheduled early in the Spring term.</p> <p>The Chair highlighted that other schools due an Ofsted inspection were Littleham, Wolborough and Hennock.</p> | |

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| | <p>19.2 SIAMS:</p> <ul style="list-style-type: none"> • Ilstington final report from inspection on 14 October 2025 - the meeting discussed the SIAMS report and noted that it was a robust report with a very good outcome. • Otterton - update following inspection on 2 December 2025 - the CEO noted that the SIAMS inspection at Otterton had been strong. The AH had commented that she had felt well supported. At the feedback meeting, three targets had been presented, including two which had been challenged as more Trust responsibilities rather than school level. After discussion with the inspector these had been removed, leaving just one action. The subsequent final report was considered excellent. | |
| 20. | <p>Safeguarding 20.1 Safeguarding update 20.2 CEO to update on any specific matters to note</p> <p>The CEO reported that a full safeguarding data analysis would be completed at the end of the autumn term and presented at the next meeting. In response to queries from the Audit Committee, the DoS (AW) had prepared an overview of internal audits, impacts, and next steps, as well as external processes focusing on CPOMS reporting and low-level concerns. A new category for low-level concerns had been agreed and would be rolled out in the new year. The meeting noted that safeguarding data reporting had previously been unclear, and improvements were being made. Options for enhanced data analysis tools were considered but not pursued at this stage due to ongoing MIS reviews. There were no other safeguarding updates.</p> | |
| 21. | <p>Health and Safety There were no significant issues to note.</p> | |
| 22. | <p>Sustainability Plan 22.1 DCEO to provide an update on the Sustainability Plan and the Climate Action Plans 22.2 GP to provide to update on progress of the Sustainability Governor role The DCEO reported that all schools had received training from Let's Go Zero. Each school was now required to put a climate action plan in place by the end of this term or shortly thereafter. He reported that the GP had provided the names of governors involved, and the clerks had been asked to confirm details so that their names could be added to the sustainability team. Once this information was received, the team would proceed with the next steps.</p> | |
| 23. | <p>Policies for approval The following policies were presented for approval: 23.1 Standards & Curriculum Committee</p> <ul style="list-style-type: none"> • None <p>23.2 Finance & General Purposes Committee</p> <ul style="list-style-type: none"> • None <p>23.3 Remuneration Committee</p> <ul style="list-style-type: none"> • Capability Policy- This policy was approved by the Trustees. • Acceptable Behaviour Policy- This policy was approved by the Trustees. • Pay Policy - This policy was approved by the Trustees. <p>23.4 Audit Committee</p> <ul style="list-style-type: none"> • 16.3 Health and Safety policy- This policy was approved by the Trustees. <p>23.5 Board of Trustees Policies</p> <ul style="list-style-type: none"> • Trustees and LAC Expenses Policy- This policy was approved by the Trustees. | |
| 24. | <p>Review of Risk Register RAG ratings The meeting reviewed the risk register RAGs in light of the discussions. It was noted that some risks related to parental demand could not be fully assessed because certain services, such as wraparound care, were not offered at all schools. The DCEO confirmed that a survey would be conducted in January to establish what wraparound care and breakfast clubs were currently in place and to assess demand. The meeting discussed the importance of surveying potential parents as</p> | |

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| | <p>well as current parents to understand barriers to enrolment. Options for extending provision and accessing available funding were noted.</p> <p>The meeting agreed that the current ratings were appropriate, with some areas to be monitored by the Digital Strategy Group and Workforce committee.</p> | |
| 25. | <p>Evaluation of governance impact</p> <p>The meeting reviewed governance impact. It was acknowledged that evaluating whether good decisions had been made could be challenging and subjective, but the discussions during the meeting had emphasised the importance of aligning decisions with strategic priorities and the Trust's Vision.</p> | |

The meeting ended at 6.08pm

Signed by the Chair of the Committee.....on 9th February 2026.