

MEETING OF THE TRUST BOARD

Monday 24 March 2025

6:00pm – 7:15pm

HOSTED BY CHESTNUT GROVE ACADEMY

MINUTES

Attendance:		
Trustees:	Sian Mathias Kate Burns Jehangir Byramji Charles Hotham Jill Newey Courtenay Norbury Ella Norden Sarah Marshall Emma Simmons David Watson Vacancy Vacancy	Chair of Trustees Trustee Trustee Trustee Co-Vice Chair Trustee Trustee Co-Vice Chair Trustee Trustee Since Mar 2023 Since Mar 2023
Executives:	Christian Kingsley <i>(not present between 1845 and 1907)</i> Mark Siswick Esther Johnson	Co-CEO (Co-Chief Executive Officer) and Accounting Officer Co-CEO (Co-Chief Executive Officer) CFOO (Chief Financial Operating Officer)
Also in attendance:	Andrea Arbiter	Head of Governance
Apologies:	Jehangir Byramji Mark Siswick	

Papers issued for review:

Minutes of previous meetings and status of actions

Co-CEOs' report to the board including:

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| – Impact Ed <i>People, Culture, Strategy</i> proposal | – Local Governance Dashboard – SP25 |
| – WLT Safeguarding Bulletins (SP25) | – Data Dashboard (SP25) |
| – Report from Safeguarding Link Trustee (SP25) | – School Improvement Strategy (SP25) |
| – 2024/25 Board Development Plan – Mar25 | – Risk Register (SP25) |
| – CST paper <i>Next Gen Governance</i> | – Three-Year Strategic Plan |
| – Board Committee Dashboard – SP25 | – ESFA Letter to Accounting Officer (Mar25) |

1. BUSINESS		ACTION
i.	Welcome and apologies. Trustees and executives were welcomed to the meeting. Apologies were received in advance and accepted as outlined above. The Chair opened the meeting with acknowledgments and gratitude for colleagues' efforts in preparing documents which helped trustees in their understanding of key issues and to support informed decision-making.	
ii.	Annual declaration of interests and conflicts of interest for the meeting When asked by the Chair, trustees confirmed there were no new pecuniary nor non-pecuniary interests declared in the period since the previous meeting nor raised specifically in relation to the meeting.	
iii.	Minutes of the previous meetings and status of actions The minutes of the previous meeting held 16 December 2024 and extraordinary meeting held 3 March 2025 were agreed as an accurate reflection of the discussions. The Chair talked through the status of actions from the previous meeting and noted those which were completed, ongoing, or would be covered through the meeting agenda or were now delegated to sub-committees of the board.	

1. BUSINESS		ACTION
iv.	Appointments and resignations The Chair announced that Sheila Mitchell was appointed as the fifth Member by special resolution at the Annual General Meeting (AGM) held 11 March 2025. Courtenay Norbury was welcomed to the Trust Board following her appointment by the Members' ordinary resolution at the AGM. The Chair regretfully acknowledged Ella Norden's resignation as a trustee, effective at the end of the summer term. She recognised Ms Norden's significant contributions as a trustee and as the trustee linked to People & Stakeholder Engagement. The Chair spoke generally about trustee recruitment and advised that the Trust intended to partner with the trustee recruitment arm of Governors for Schools to expedite filling vacancies on the board. She added that interest in joining the board had been expressed by a trustee of an incoming trust and their application would be processed as part of the wider trustee recruitment strategy.	

2. STRATEGIC QUESTIONS: CO-CEOS' REPORT TO THE BOARD		ACTION
i.	Trustees used the information provided in the co-CEOs' report to frame their questions and focus strategic discussion. Wandle 2030: five-year strategic plan In advance of the meeting, trustees had asked the questions: Q: What approach has been taken to develop Wandle 2030? What are the next steps? How will trustees be involved in setting the five-year strategy? The co-CEO (CK) gave an overview of the approach to developing Wandle 2030 which focused on the Trust's aspiration to grow to twenty schools over the next five years. He explained the co-CEOs were working with a consultant and intended to create a plan with less operational detail and a greater focus on an evolving strategy which would meet the Trust's needs over time. The co-CEO said that the development plan would emphasise strategic priorities and would link firmly to the Trust's vision and values to be woven through key pillars of work, underpinned by detailed action plans for each area of development. He explained that the plan would serve as a guide for the next five-year phase of the Trust's development and would likely be published on the website to articulate the Trust's culture, ethos, and strategic vision. A trustee asked for clarity regarding the intended audience of the plan. Q: Who is Wandle 2030 being written for, for example, is it for marketing purposes or for governance and leaders? R: (CK) Wandle 2030 should be owned and	

2. STRATEGIC QUESTIONS: CO-CEOS' REPORT TO THE BOARD	ACTION
<i>used by the Trust Board but it is expected that local governance will also engage with and champion the Trust's strategic vision.</i> The Chair reiterated that it was a function of the Board to set the Trust's strategy, however, she believed it was important to share direction with the wider governance community. Trustees were told that the plan would incorporate key performance indicators (KPIs) to measure success, such as pupil progress, staff development, and school performance. The co-CEO (CK) outlined the next steps, including further fine-tuning the plan, before presenting to trustees at the Strategic Planning Day in April 2025. Trustees were pleased that they would have the opportunity to provide feedback and further discussion at the Strategy Day. Trustees heard that the proposed five key pillars for development were: 1. Inclusion - to embed a sense of belonging for children and staff, including measuring outcomes for pupils with special educational needs (SEND), implementing diversity and inclusion strategies, and conducting staff surveys. 2. Staff development - focused on providing growth and development opportunities for staff, including non-teaching staff, measuring staff turnover, and gathering feedback from staff surveys. 3. Curriculum – to ensure that the curriculum meets the needs of all pupils, including SEND and disadvantaged groups, to achieve outstanding outcomes and Ofsted judgements. 4. School improvement – to drive up standards, making sure all schools are performing at a high level, removing any inconsistencies that exist in provision. 5. Capacity – to ensure that the Trust is continually ready for the next stage of growth and improvement, with measures around reserves, three-year budget forecasts, etc. It was clarified that Wandle 2030 would not cover the development of Little Wandle and this would be a standalone plan which would be created, monitored and evaluated as a separate strategy. The Chair expressed confidence in the two CEOs and shared her belief that they were fully aware of the direction in which the organisation was going and of their responsibilities within it. She acknowledged that the Trust was in a new phase of development which would require a shift in thinking.	

2. STRATEGIC QUESTIONS: CO-CEOS' REPORT TO THE BOARD	ACTION
ii. Other matters raised from the co-CEOs' report The co-CEOs' report covered significant achievements made over the previous term. At the meeting, the co-CEO (CK) extracted key points from the report. a) Leadership appointments The co-CEO (CK) announced the appointment of Danine Rylands-Smith as Director of Primary Education, starting in September. He advised there would be a Head of School role which would continue to be filled by the Deputy Head Teacher seconded for a one-year fixed term, however, Ms Smith would remain as the named head teacher until such time as the Head of School was recruited on a permanent basis. Trustees supported this plan and understood it was intended to ensure stability of leadership at the school. The co-CEO (CK) announced that, following a rigorous recruitment process, Violetta Fabiani had been appointed as substantive Head of School at Chestnut Grove Academy. The Chair of Trustees shared that she had been part of the interview panel and was in no doubt that the successful candidate, as a long-serving member of staff, was well-aligned to the culture and ethos of the school and had lived experience which meant she was empathetic to the challenges faced in the community that the school served. A trustee asked for assurance regarding the unsuccessful candidates. Q: Is there a flight risk with regards to the two deputy head teachers who also applied for the Head of School role? <i>R: (CK) it is too early in the process to be sure of the individuals' intentions.</i> Trustees recognised that the appointments highlighted the Trust's commitment to growing talent and in offering significant opportunities for career progression. b) Nursery provision at Ravenstone Primary School The co-CEO (CK) reported that the Nursery at Ravenstone Primary School was near completion, and he noted there were various options being considered to maximise admissions and mitigate financial risk, including operating as a year-round private nursery, or renting the space to an outside provider. c) Partnerships and growth Trustees discussed the position for growth, and they were clear about the importance of managing growth whilst maintaining quality of education and business operations. The co-CEO (CK) talked about specific schools which were in the pipeline to join, including two federated maintained schools in East Sussex and a two-school multi-academy trust in Croydon. The Chair advised that in the period	

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since the last meeting, she had joined the co-CEOs at the two-school MAT's staff and parent consultations, when there were no concerns raised. Trustees noted the timeline with some transitions expected before the end of the academic year. Trustees acknowledged the challenges of managing rapid growth, including the need to ensure adequate capacity and resources to support the new schools. They emphasised the importance of careful planning and support to maintain quality. Broader discussion looked at the potential for future growth, including the possibility of adding more secondary schools to the Trust. Trustees noted that having multiple secondary schools in the Trust would provide greater viability and would be attractive to other schools considering joining. A trustee shared a view that it was important to sustain momentum of growth. Q: Is there a risk of getting too focused on the schools joining in the next eight months and losing sight of future growth? <i>R: (CK) Yes, it's a common challenge. While the current wave of schools is the priority, it's important to remain aware of and plan for the next wave of potential additions.</i> The Chair added that growth was a priority, but there was not necessarily a continuous pipeline, and onboarding multiple schools in a short period of time was already a challenge, and capacity must be considered. A trustee looked for a pattern in the way that schools were identified to join the Trust. Q: How do schools typically join — do you actively seek them out, or do they approach us? <i>R: (CK) It's a mix. Sometimes schools are sought out, while others have had reason to approach us. We are in the very early stages of discussions with two more schools.</i> New to the board, a trustee asked whether there were any redlines which meant that schools would not join. Q: Do we turn away any schools or have there been scenarios where schools have decided not to join? <i>R: (CK) It could be the case that some schools had a culture which does not align with ours, or if due diligence found that they were not financially viable. However, as the Trust grows, it is more likely that schools will approach us.</i> The Chair pointed out that external factors such as changes in the government policy could impact future growth and could influence decisions. She said that changes in government or educational policy could also create new opportunities or challenges for expansion.	

2. STRATEGIC QUESTIONS: CO-CEOS' REPORT TO THE BOARD	ACTION
d) Equality, Diversity, and Inclusion The co-CEO (CK) talked about the Listening Conversations which had been taking place between ImpactEd and staff at all levels across the Trust. He explained these conversations were part of the process to build a People, Culture and Diversity strategy, and aimed to gather feedback and to understand the experiences of staff. Trustees were told that the co-CEOs and the Head of HR would meet with ImpactEd early in the summer term to plan next steps. The trustee linked to EDI voiced that it was important to take a sensitive approach to what was an emotive issue. He was interested in being involved in the process to seek assurance that initiatives were effectively implemented and that the feedback was used to make meaningful improvements to the quality of education. Trustees agreed that Academy Committees should be empowered by change in a local context, but strategic control would be retained by the Board. e) Finance and budget The CFOO (Chief Financial Operating Officer) was invited to expand on the financial update provided in the co-CEOs' report. She outlined financial risks, including the impact of increased National Insurance contributions. She flagged that although the government would provide funding to cover the increased contributions, this funding would not be available until October 2025 which meant increased pressures on budgets. The CFOO talked about the budget for Fircroft Primary School after it joined the Trust on 1 April 2025 until the end of the current financial year. She advised that the budget would require trustees' approval, and with agreement from trustees, the CFOO said she would <u>(ACTION:) circulate the Fircroft Primary School budget for approval by email.</u> The Chair of the Finance & Resources Committee flagged that the revised budgets were in deficit and that they assumed full government funding for the National Insurance increase. The CFOO gave assurance that her team was working to balance budgets to present to the Budget Scrutiny Workshop in June. f) Little Wandle The Chair provided an update on the negotiations with the other party involved in the Little Wandle project, including the progress made and the potential for a resolution that benefitted the Trust. She thanked the co-CEO (CK) for his continued efforts to work with the project's co-founder to navigate a way forward which was acceptable to both parties. The Chair spoke about the creation of a trading subsidiary as a potential way to manage the project.	EJ

2. STRATEGIC QUESTIONS: CO-CEOS' REPORT TO THE BOARD		ACTION
g)	The Chair committed to keep trustee colleagues up to date with developments and she hoped to have a proposal for consideration at the next meeting. Three-year strategic plan In their report, the co-CEOs had RAGd progress against the three-year strategic plan and had highlighted where action was ongoing. Trustees noted that several areas remained in progress, including EDI, mapping of CPD, and recruitment of support staff particularly to the central team. Trustees were advised that the Trust DSIL (Designated Safeguarding and Improvement Lead) continued to work on trust-wide strategies to establish a minimum expectation for the pastoral strategy. Trustees noted that efforts around renewable energy and energy efficiency were still ongoing and there was discussion about buying-in external support to expedite delivery of the sustainability strategy and to prepare the required reporting Referring to the report, concerns were raised about capacity issues in the premises function as the Trust grows and a trustee believed this to be a risk.	

3. SAFEGUARDING		ACTION
	Trustees were provided with several strands of information which assured them that safeguarding arrangements in the Trust were effective. The trustee linked to safeguarding expanded on her written report and highlighted continued standardisation of safeguarding policy and practice across the Trust. She said this included the work related to centralised systems, and improving the consistency of reporting safeguarding incidents. She reported that the Safeguarding Link group meeting was helping to build knowledge of issues related to safeguarding, and that local links were better equipped to hold leaders to account for the safeguarding arrangements in their school. The trustee linked to safeguarding advised colleagues that in accordance with guidance from Browne Jacobson a decision had been taken to remove the requirement for Academy Committees to carry out a check of the SCR (Single Central Record). She explained that the Trust DSIL would perform the SCR checks as part of her role and area of expertise to help inform and address gaps in compliance. Trustees were told there were ongoing issues related to filtering and monitoring which were being addressed by the Trust's DSIL and the Head of IT. A trustee raised the issue of the Children's Well-being in Schools Bill and believed it was important for the board to stay informed about the implications for the Trust. The Chair signposted trustees to the summaries on the bill	

3. SAFEGUARDING		ACTION
	provided by CST and the NGA. It was suggested that the changes in the legislation could be significant, and it would be beneficial for the Chairs' Group Committee to discuss these further. The Head of Governance was asked to <u>(ACTION:) source the CST and NGA summaries on the Children's Well-being in Schools Bill and share with trustees in due course.</u>	AA

4. REPORTS FOR DISCUSSION		ACTION
i.	Committee reporting and feedback The Chair of the Standards Committee reported that the Trust DSIL had presented a review of the pastoral strategy and provided an attendance analysis for the spring term. A trustee referred to the Board Committee Dashboard in which the Audit & Risk Committee had reported the reappointment of Price Bailey Accountants as external financial auditors for the year ending 31 August 2025. He tested the decision and remembered that the Audit & Risk Committee had not been satisfied with the auditors' performance during 2024/25. Q: Given that unsatisfactory performance of the incumbent auditors was previously reported, what was the reason for reappointing them for a further year? <i>R: (JN) it was a pragmatic decision to reappoint Price Bailey Accountants for a further year. The decision was made following a mis-timed and limited scope of tender which failed to provide a viable alternative. The decision allows time to draw up a plan for tender later this year and to appoint from a position of strength.</i> Continuing discussion from earlier in the meeting, the Chair of the Finance & Resources Committee advised that deficits had arisen in the primary schools' revised budgets, largely due to increased operating costs. With regards to the budget for Fircroft Primary School, it was reported that the forecast deficit of £36k assumed a contribution to the Trust recharge cost. The CFOO added that the current budget position was not a risk, and she was confident that the budget would balance in advance of approval by trustees.	
ii.	Local Governance Trustees welcomed the Local Governance Dashboard which had been introduced at the start of the autumn term with an emphasis on improved two-way reporting and feedback between the Board and its committees, including Local Academy Committees. Trustees welcomed the meaningful information which was provided in the local governance dashboard and commented it provided oversight and assurance that delegated responsibilities at local level were being fulfilled.	

4. REPORTS FOR DISCUSSION	ACTION
A trustee sought assurance that the dashboard could be scaled-up to report effectively as the Trust continued to grow. The Head of Governance clarified that the governance professional in each academy committee managed the entries to the dashboard. She explained that she monitored and reviewed the information which was provided. The Head of Governance spoke more generally about the intention to further rationalise and 'reimagine' local governance, to streamline reporting and to reduce workload for volunteers, whilst shifting the focus of the local tier to capture and understand stakeholder experience. The Chair signposted trustees to the CST Next Gen Governance paper and explained that the Head of Governance was focused on its key messages and had benchmarked governance models in other mid-sized trusts. The Chair advised that concerns around capacity for governance support had been addressed through the creation of a new Governance Coordinator role assigned to an existing member of the governance team. The Head of Governance was tasked to <u>(ACTION:) prepare an overview of 'reimagining' local governance for presentation to trustees at the Strategy Session in April.</u>	AA

5. REPORTS TO NOTE	ACTION
i. 2025 School Resource Management Self-Assessment Checklist (SRMSAC) The co-CEOs' report noted that the Trust had made its submission of the SRMSAC by 14/03/25. The Chair of the Audit & Risk Committee reported that at the meeting held 12/03/25, the Committee had probed the assertions made by the Trust in the SRMSAC and was assured there was sufficient evidence in place to support these assertions. The Chair of the Audit & Risk Committee explained that the process of reviewing the SRMSAC continued to flag the importance of having a formal plan with which to effectively manage Little Wandle reserves.	

5. REPORTS TO NOTE	ACTION
ii. Trustee link reports The trustees linked to SEND and People & Stakeholder Engagement had shared and discussed their written reports at the meeting of the Standards Committee. The trustee linked to Stakeholder Engagement highlighted that there was very low participation in the employee survey, and the Head of HR was working to find ways to improve engagement and encourage all staff to participate. Trustees understood that results from the satisfaction survey were not useful if very few people participated, and it was agreed there was a need to understand the reasons for low engagement and to communicate more widely when there had been a positive impact as a result of staff voice. From her work with the People & Stakeholder Link Group, the link trustee concluded that a major barrier to participation in the survey was that staff felt they do not have time during the working day to complete. Several trustees were of the view that Head Teachers could be held accountable for ensuring that staff completed the survey, and that there was a role for the co-CEOs to deliver a stronger message about the importance of staff voice. The trustee linked to Stakeholder Engagement reported that the link group meeting reviewed and discussed a paper on community engagement and concluded that it was not just a "nice-to-have" but a key aspect of school improvement. The link trustee explained that schools in the Trust approached community engagement differently and on varying levels; some reactively when issues arose, while others needed to be more proactive. iii. Board development plan The governance development plan was received and the progress which had been made towards objectives was acknowledged. iv. ESFA Letter to Accounting Officer As a late paper, trustees received the letter from the Chief Executive of the Education and Skills Funding Agency (ESFA), dated 19 March 2025, which was sent to accounting officers in academy trusts announcing that the ESFA would close on March 31, 2025, with its functions transferring to the Department for Education (DfE) on 1 April 2025. Trustees were assured through the letter that the transition aimed to provide a more integrated experience with central government, without requiring changes to existing operations, and existing relationships would be retained.	

Dates of next meetings	Trustees' Development Day	9:30am Fri 25 April
	Chairs' Group	6:00pm Wed 30 April
	Annual Governance Community Forum	5:30pm Thu 8 May
	Audit Planning meeting	4:30pm Tue 13 May (TEAMS)
	Little Wandle	TBC
	Budget Scrutiny meeting	4:30pm Wed 11 June
	Standards	6:00pm Mon 23 June
	Audit & Risk / Finance & Resources	6:00pm Wed 2 July
	Trust Board	6:00pm Mon 14 July

Signed:

Date:

Summary of Actions: TRUST BOARD MEETING 24/03/25

Action No	Item No	Action	Responsible	Timescale
1.	2.ii.e	Finance and budget circulate the Fircroft Primary School budget for approval by email.	EJ	Priority
2.	3.0	Safeguarding source the CST and NGA summaries on the Children's Wellbeing in Schools Bill and share with trustees in due course.	AA	Before next meeting
3.	4.ii	Local Governance prepare an overview of 'reimagining' local governance for presentation to trustees at the Strategy Session in April	AA	25/04/25