

## ETHOS ACADEMY TRUST BOARD OF TRUSTEES MEETING MINUTES

Thursday 25 September 2025 at 4pm via MS Teams

<b>Present:</b>	Graham Dewhirst (GD)	Chair & Trustee (item 2 onwards)
	Sally Bridges-Wickham (SBW)	Trustee
	Tracey Greenough (TG)	Trustee
	Sally Henshall (SH)	Trustee
	Phil Mellor (PM)	Trustee
	Sally Peedle (SP)	Trustee
	Rebecca Richards (RR)	Trustee
<b>In Attendance:</b>	Chris Davis (CD)	CEO
	Kate Hewson (KH)	Chief Education Officer (CEdO)
	Lesley Conway (LC)	People & Culture Lead
	Nathan Millington (NM)	COO
	Victoria Evans (VE)	CFO
	Melanie Nightingale (MN)	Clerk to the Board

Item		Action
<b>1</b>	<b>Appointment of Chair &amp; Vice Chair</b>	
	<p>The Clerk reported that Graham Dewhirst and Lloyd Nolan had expressed an interest in continuing in the roles of Chair of Trustees Vice Chair of Trustees respectively. LN had sent apologies to today's meeting and GD would join the meeting after a vote had been taken.</p> <p>The Clerk explained the importance of succession planning for future years. GD and LN working as a team in the Chair and Vice Chair roles would provide continuity while new Trustees and those who had joined the Board in the previous academic year settled into their roles. The Clerk asked Trustees to consider the Chair and Vice Chair roles for the next academic year and contact her via email if they were interested in either role so that the appropriate training and shadowing could be organised.</p> <p><b>Action 1.1: Trustees to consider the Chair and Vice Chair roles for 2026/27 and contact the Clerk if interested.</b></p> <p>A vote was taken prior to GD joining the meeting.</p> <p><b><u>Resolved:</u> Trustees approved the appointment of Graham Dewhirst as Chair of Trustees and Lloyd Nolan as Vice Chair of Trustees for the 2025/26 academic year.</b></p>	<b>All</b>
<b>2</b>	<b>Welcome, Apologies &amp; Declarations of Interest</b>	
	<ul style="list-style-type: none"> <li>Graham Dewhirst joined the meeting and took the Chair.</li> <li>Apologies were received and accepted from Lloyd Nolan and Sarah Corbridge. Sally Bridges-Wickham would be 25 minutes late.</li> <li>New Trustees were welcomed to the meeting and introductions were made.</li> <li>There were no declarations of interest.</li> <li>The agenda would follow a slightly different order to enable SBW to be present for the CEO report.</li> </ul>	
<b>3</b>	<b>Previous Minutes &amp; Matters Arising</b>	
	The actions from the July Board meeting were reviewed.	

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	<ul style="list-style-type: none"> <li>CD had created a new Board and Committee reporting template, which was being trialled at today's meeting and requested feedback from Trustees on the format.</li> <li>The two action points relating to People &amp; Culture (creation of a talent map and a Trust-wide action plan for stakeholder surveys) would be added to People &amp; Culture agendas and monitored by that Committee.</li> </ul> <p><b><u>Resolved:</u> The minutes of the meeting dated 10 July 2025 were agreed as an accurate record.</b></p> <p>Item 11 (policies) was discussed next.</p>	
<b>4</b>	<p><b>CEO Report</b></p> <p>The CEO report had been circulated in advance of the meeting. Key points were highlighted and questions were taken from Trustees.</p> <ul style="list-style-type: none"> <li>The CEO thanked Graham Dewhirst and Lloyd Nolan for volunteering for the Chair and Vice Chair roles and thanked all Trustees for their support. He encouraged Trustees to visit schools by arrangement with his PA, Emma Salter, who was a vital member of the team and a key contact for Trustees.</li> <li>There had been no news on the two free schools since the change in government. CD had sent a joint letter to the DfE with other CEOs awaiting updates on free schools but had not received a response.</li> </ul> <p><i>SBW joined the meeting at 16:45</i></p> <ul style="list-style-type: none"> <li>Enrich remained at risk of receiving the lowest Ofsted judgement due to complex issues but there were some green shoots of positivity. The school was being deliberately overstaffed with leaders and a new Headteacher would start from January 2025 with extensive experience in both alternative provision and mainstream, following a robust interview process.</li> <li>Nathan Millington, COO, was leaving the Trust at the end of November but a new appointment had been made. Callum Priestley would be working at EAT one day per week from October half term and would then be full time from January. He would start by focusing on health and safety.</li> </ul> <p><i>[Confidential items have been redacted and recorded in a separate set of confidential minutes].</i></p> <p><b>Trustees queried the following points in relation to Enrich Academy and leadership capacity across the Trust.</b></p> <ul style="list-style-type: none"> <li><b>What the timeline was for Enrich Academy's transformation, given the involvement of Ethos Academy Trust leaders at Enrich prior to it joining the Trust as well as since its acquisition.</b></li> <li><b>Whether the new Headteacher joining Enrich had a full understanding of the role he was taking on and had the appropriate skills and resilience to approach the job with rigour.</b></li> <li><b>Whether the Executive Team had come across another setting with this level of challenge.</b></li> <li><b>Leadership capacity across the Trust and if this would be exacerbated if the free schools came on board.</b></li> </ul>	

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	<ul style="list-style-type: none"> <li><b>What could be done about the lack of a talent pipeline, what programmes the Trust could tap into and whether internal leadership coaching was required.</b></li> </ul> <p>The Executive Team responded as follows.</p> <ul style="list-style-type: none"> <li>This was not a six-month turnaround. By summer, improvement should be evident but it was a long-term piece of work. Changing the leadership was a positive starting point.</li> <li>Two appointable candidates reached the interview stage for the Headteacher role and the chosen candidate stood out. He had a call with the CEO and a tour of the academy with the Interim Head as part of the interview process.</li> <li>The Executive Team had not seen another school with this level of challenge. There were complex issues. Some pupils travelled a long way to school, having been permanently excluded from their previous setting and directed to Enrich. The Executive Team was committed to the transformation of this academy.</li> <li>Current challenges meant that EAT would not be ready for the free schools if they came on board now but, if they did come to fruition, it was likely to be a couple of years before anything happened.</li> <li>Talent was not coming through. EAT would form partnerships with other Trusts and hold study visits to learn from others. This would be part of the development plan.</li> </ul> <p>Item 6 was discussed next.</p>	
<b>5</b>	<b>Briefing on Academy Trust Handbook 2025</b>	
	<p>A briefing with a link to the Academy Trust Handbook (ATH) 2025 had been circulated in advance of the meeting and Trustees had also received the ATH via the Every compliance system.</p> <p><b>Trustees confirmed that they had read the briefing with the link to the Academy Trust Handbook and would delegate a more detailed review of the update to the Finance, Audit &amp; Risk Committee.</b></p>	
<b>6</b>	<b>Health &amp; Safety Audits – update and next steps</b>	
	<p>A report on the health &amp; safety (H&amp;S) audits had been circulated in advance of the meeting. Key points were highlighted and questions were taken from Trustees.</p> <ul style="list-style-type: none"> <li>Based on initial observations and findings from the Crysp (external safety consultant) reports, management of health and safety had been classified as an “intolerable” risk on the register due to the severity of what could happen, the likelihood and the ability to control it. This was the most significant risk at this time in the Trust.</li> <li>Multiple investigations had taken place and the next step was to implement continuous improvement with the aim of being as close as possible to the compliance target of 95% before the current COO left and handed over a clear plan to his successor.</li> <li>The action plan within the report would be implemented before December 2025 and would be a standing item at FARC. Subject to approval by Trustees and a tender process, an external consultant would be appointed at significant cost.</li> </ul>	

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Thursday 25 September 2025 at 4pm via MS Teams

	<p>Trustees queried the following points in the report.</p> <ul style="list-style-type: none"> <li>• Whether the risks identified had been updated on the risk register with mitigations and if a process was in place for reviewing risk registers.</li> <li>• How EAT had operated for so long without being aware of the intolerable situation and not making any changes.</li> <li>• Who would head up the transformation of H&amp;S to bring it down from intolerable to manageable and ensure that 95% compliance was achieved and maintained.</li> <li>• What the appointment of the consulting firm would bring to the Trust.</li> <li>• Whether there would be a formal proposal for the H&amp;S consultancy, if savings would be made elsewhere and whether this was a better solution than appointing a H&amp;S Manager when someone needed to work full time to embed H&amp;S culture in the Trust.</li> </ul> <p>The Executive Team responded as follows.</p> <ul style="list-style-type: none"> <li>• The risk register was now a live document rather than a spreadsheet and was made up of a high level risk register and local / school level registers. Management of risk had been discussed at the H&amp;S Committee. Each risk had an owner and a review date. Intolerable risk was reviewed every week.</li> <li>• Multi Academy Trusts did not have the in-house expertise for H&amp;S and there tended to be more of a focus on paper audits rather than the culture of H&amp;S.</li> <li>• The transformation would be predominantly led by the COO via SBMs (School Business Managers) with support from Heads. The current COO was not a H&amp;S practitioner but had a background as a property surveyor therefore needed further support with H&amp;S management. The level of buy-in from senior leaders indicated that the situation could be mitigated relatively quickly. KPIs for H&amp;S and other areas of compliance would be reported to FARC on a regular basis.</li> <li>• The consulting firm would provide support in 11 areas to turn around the Trust culture. There would be 18 days of consultant time, which would include closing out H&amp;S audits, carrying out further audits, spending time on site carrying out investigations and fire risk assessments. There would be access to a H&amp;S helpdesk and support with a H&amp;S strategy. A two-stage tender was in progress and an update with anticipated costs would be provided prior to interviewing the top two firms, after which a proposal would be put forward to Trustees for approval.</li> <li>• To recruit and manage a H&amp;S Manager was incredibly challenging whereas an outsourced option provided the expertise of multiple people and enabled support to be brought in sooner. The aim was to drive the culture change with external support backed up by the Executive Leadership Team. A suite of training would be implemented to address the competency risk.</li> </ul> <p>The discussion moved on to item 8.</p>	
7	<p><b>KS1 Significant Change - Wakefield</b></p> <p><i>[Confidential items have been redacted and recorded in a separate set of confidential minutes].</i></p> <p><i>RR left the meeting during this item at 17:30</i></p>	

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Thursday 25 September 2025 at 4pm via MS Teams

	The meeting continued from item 5 followed by items 10, 12 & 13.	
<b>8</b>	<b>Education Update</b>	
	<p>An education update had been circulated in advance of the meeting. Key points were highlighted and questions were taken from Trustees.</p> <ul style="list-style-type: none"> <li>• The new Head of Data and Analytics was working on a data dashboard, an example of which was within the report.</li> <li>• Outcomes were below the national average and also in some cases below the AP national average but there were some green shoots of improvement.</li> <li>• The breadth of the offer at Elements would be evident in future data.</li> <li>• Breadth had been added to the curriculum at Enrich to better prepare students for transition back to mainstream.</li> <li>• Data collection and analysis was not consistent across the Trust and needed to be addressed.</li> <li>• External reviews of provision would be carried out by Oasis Trust.</li> <li>• Money needed to be invested in a centralised assessment system.</li> <li>• More focused interventions were required to improve year 11 attendance.</li> <li>• The through school curriculum at Kirklees would be replicated at Wakefield.</li> </ul> <p>RS reported on various improvements across the Trust.</p> <ul style="list-style-type: none"> <li>• School uniform at Evolve Academy creating a sense of belonging.</li> <li>• 10% increase in attendance at Enrich Academy since the summer term and organisation of students into three pathways; ready to learn, endeavour and empower.</li> <li>• Purposeful learning at Elements and new Elevate provision up and running.</li> <li>• Smooth transition of new pupils to Engage with a wider area of SEND.</li> <li>• Increased attendance and a reduction in part time timetables at Reach.</li> <li>• Achievement of the Music Mark Award at Ethos College and good staff teamwork.</li> </ul> <p><b>Trustees noted their concern about attendance at Enrich, which still remained low at 32%, despite the increase since the summer term.</b> KH explained that her team would support improvements in a more focused, strategic way. One of the root causes of attendance at Enrich was transport therefore Danny Ross, School Improvement Officer, had been given a strategic project on transport to improve this.</p> <p>The meeting returned to item 7.</p>	
<b>9</b>	<b>HR Approvals</b>	
	<p>LC reported as follows:</p> <ul style="list-style-type: none"> <li>• The pay policy had been updated to reflect the annual pay award, which had been agreed with unions earlier this year. In line with national agreements, the teachers' pay award would be 4% on all salary points from 1 September 2025. Support staff pay was in line with the NJC agreement with unions at 3.2% backdated to 1 April 2025.</li> <li>• Performance related pay had been removed from the policy, as agreed last year.</li> </ul>	

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	<ul style="list-style-type: none"> <li>All staff moved up the pay scale automatically unless they were subject to a formal capability process (currently no staff were on capability).</li> <li>There was still a process for application to the UPS (upper pay scale), which only affected one staff member at Reach.</li> <li>Approval was requested from the Board to implement the nationally agreed pay figures and approve the pay policy. The pay increases had been included in the budget as estimates and were now confirmed. The backdated pay award for support staff had been accrued in the accounts.</li> </ul> <p><b>Resolved:</b> Trustees approved the pay policy and the implementation of the 4% pay award for teachers from 1 September 2025 and the 3.2% pay award for support staff backdated to 1 April 2025.</p> <p>The CEO left the meeting at 16.27 to enable his job description and pension arrangements to be discussed. A copy of the CEO job description had been included with the meeting documents circulated in advance.</p> <ul style="list-style-type: none"> <li>SH and GD had held two review meetings with the CEO. Aspirational objectives had been set and the impact of his role since January 2025 was evident. He would now undergo an annual performance appraisal.</li> <li>It was good practice to review and agree the CEO job description annually and this was recommended by the Trust's legal advisors.</li> <li>The updated job description strengthened the CEO's direct responsibility for teaching, learning, and pupil outcomes and included new duties in relation to classroom presence, student council, Raising Standards Boards, induction testing, and providing interim leadership as required.</li> <li>The CEO currently met the eligibility requirements for the Teacher Pension Scheme (TPS) due to his school improvement / teaching and learning responsibilities outlined in the job description.</li> <li>Stone King (Trust's legal advisors) had confirmed that the CEO was in the correct pension scheme and the TPS was thoroughly audited annually by the external auditor.</li> </ul> <p><b>Trustees queried who could challenge membership of the TPS.</b> LC explained there was a risk of not being able to draw down on the TPS if the job description did not meet the eligibility requirement, hence the recommendation to review the CEO job description annually.</p> <p><b>Resolved:</b> Trustees agreed the CEO job description and approved his membership of the Teacher Pension Scheme.</p> <p><i>CD rejoined the meeting at 16:36</i></p> <p>The CEO report (item 4) was discussed next.</p>	
10	<p><b>Governance</b></p> <p><u>Committees</u></p> <p><b>Committee membership and appointment of Committee Chairs were agreed as follows.</b></p> <ul style="list-style-type: none"> <li>Finance, Audit &amp; Risk Committee – Phil Mellor (Chair), Graham Dewhirst, Rebecca Richards</li> </ul>	



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	<ul style="list-style-type: none"> <li>• Learning &amp; Achievement – Sally Henshall (Chair), Tracey Greenough, Lloyd Nolan and Sally Peedle</li> <li>• People &amp; Culture Committee – Sarah Corbridge (Chair), Sally Bridges-Wickham and Craig Fawcett (co-opted Committee member)</li> </ul> <p><u>Assurance Partners / Link Trustees and Parent Trustees</u></p> <p>Volunteers were required for the following appointments and would be agreed via email outside of the meeting.</p> <ul style="list-style-type: none"> <li>• Safeguarding Assurance Partner</li> <li>• SEND Assurance Partner</li> <li>• Careers Assurance Partner</li> <li>• Parent Trustees</li> </ul> <p><u>2025/26 Scheme of Delegation and Committee Terms of Reference</u></p> <p>Approved in June and published on the Trust website.</p> <p><u>Governance Code of Conduct</u></p> <p>Updated for 2025/26 in line with the NGA standard template and included a reference to ICT security and GDPR under the confidentiality section.</p> <p><b>Resolved:</b> Trustees approved the updated Governance Code of Conduct, which would be circulated to Trustees and Members to agree individually.</p> <p><u>Keeping Children Safe in Education (KCSIE) 2025</u></p> <p>A link to KCSIE 2025 had been included on the agenda and the document had also been circulated to Trustees via the Every compliance system. Trustees would receive bespoke training on KCSIE on 2 October 2025 as part of the EAT annual safeguarding training.</p>	
11	<p><b>Policies &amp; Statutory Documents</b></p> <p>The policies and statutory documents had been circulated in advance, along with a table summarising the changes.</p> <p><b>Trustees queried the following points on the financial scheme of delegation.</b></p> <ul style="list-style-type: none"> <li>• Whether FARC needed to be made aware of budget variances, particularly for supply costs, when they reached a certain level. This would be a point for discussion rather than approval.</li> <li>• Whether the £45k write-offs referred to debts and losses.</li> </ul> <p>The CFO responded as follows.</p> <ul style="list-style-type: none"> <li>• Variances could be presented to FARC Trustees as a value and a percentage to make it clearer for informing Trustees at FARC and this would also be highlighted in the financial accounts.</li> <li>• The £45k threshold for write-offs of debts and losses was in line with DfE guidance.</li> </ul> <p><b>Resolved:</b> Subject to the amendment to the financial scheme noted above, Trustees approved the following policies and statutory documents</p>	

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Thursday 25 September 2025 at 4pm via MS Teams

	<ul style="list-style-type: none"> <li>• Admissions Policy</li> <li>• Allegations of Abuse Policy</li> <li>• Safeguarding &amp; Child Protection Policy</li> <li>• Safer Recruitment Policy</li> <li>• Whistleblowing Policy</li> <li>• Financial Scheme of Delegation</li> </ul> <p>Item 9 was taken next so that the pay policy could be discussed in the context of the pay award.</p>	
<b>12</b>	<b>Any Other Urgent Business</b>	
	<p>LC reported on the Trustee Awards, which would be linked to the Trust core values and requested volunteers from the Board to assist with shortlisting from 24 October.</p> <p><b>GD, SBW and PM agreed to support with the Trustee Awards.</b></p> <p>There being no further business, the meeting concluded at 18:23.</p>	
<b>13</b>	<b>Date of Next Meeting</b>	
	Thursday 11 December 2025 at 4pm – Members to join at 5.30pm to receive the annual accounts. AGM from 6pm to which all Trustees were invited.	

### Action Points

- **Action 1.1: Trustees to consider the Chair and Vice Chair roles for 2026/27 and contact the Clerk if interested.**

### Responsibility

Trustees

### Deadline

January 2026