

**ETHOS ACADEMY TRUST  
BOARD OF TRUSTEES MEETING MINUTES**

Thursday 21 March 2024 at 4pm  
via MS Teams

<b>Present:</b>	Graham Dewhirst (GD)	Chair & Trustee
	Jem Greenwell (JG)	Trustee
<b>In Attendance:</b>	Dewi Bennett (DB)	CFOO
	Lesley Conway (LC)	People & Culture Manager
	Jayne Foster (JF)	CEO
	Ann-Marie Oliver (AMO)	Director of Education
	Melanie Nightingale (MN)	Clerk to the Board

Item		Action
<b>1</b>	<b>Welcome, Apologies &amp; Declarations of Interest</b>	
	<p>Apologies had been received and accepted from Victoria Del Giudice, Sarah Corbridge and Andy Percival. As Vice Chair, Graham Dewhirst chaired the meeting in VDG’s absence. The meeting was not quorate therefore the necessary approvals would be sought via email outside of the meeting.</p> <p>There were no declarations of interest.</p>	
<b>2</b>	<b>Previous Minutes &amp; Matters Arising</b>	
	<p><b><u>Resolved:</u> The minutes of the AGM and Board meeting held on 7 December 2023 were agreed as an accurate record.</b></p> <p><b><u>Resolved:</u> The minutes of the extraordinary meeting held on 16 January 2024 were agreed as an accurate record.</b></p> <p>Although the meeting was not quorate, all Trustees had received the minutes in advance of the meeting and therefore in the absence of any communication to the contrary, they were taken as approved.</p>	
<b>STRATEGY &amp; PLANNING</b>		
<b>3</b>	<b>Executive Summary</b>	
	<p><u>Kirklees budget update</u></p> <p>DB provided an update on the figures in the executive summary as follows:</p> <ul style="list-style-type: none"> <li>• PAN (published admission numbers) had been reached for Engage Academy (28) and Ethos College (42) for the current year and 26 places out of a possible 42 had been filled for Reach Academy.</li> <li>• Engage was fairly secure for 2024/25. Currently 15 places were definite with nine consultations in progress and some places likely to be filled from out of area. A total of 27 pupils was expected.</li> <li>• Only 14 of the commissioned 26 places had been confirmed for Reach for 2024/25 and four out of area places had been confirmed.</li> </ul>	

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Dated: .....

**ETHOS ACADEMY TRUST  
BOARD OF TRUSTEES MEETING MINUTES**

Thursday 21 March 2024 at 4pm  
via MS Teams

- 21 places were confirmed at Ethos College for 2024/25 (16 from Kirklees, five out of area). A further 15-17 were required to reach break-even. There were potentially another seven consultations plus five students moving up from Reach.

*Recommendation: Trustees to approve the proposal to ringfence the 23/24 Kirklees surplus to support potential Kirklees 24/25 shortfalls.*

**Trustees expressed concern about protecting reserves for one section of the Trust and emphasised that the money was for the whole Trust in line with the reserves policy. They recognised that next year could be a challenging year for Kirklees and the resources of the MAT would be used to support where needed.**

**Action 3.1: DB to re-word the recommendation about ringfencing the 23/24 Kirklees surplus with input from JG and GD and circulate to Trustees for approval.**

DB

*(Clerk’s Note: a revised recommendation was circulated to JG and GD and it was subsequently concluded that Kirklees finances would be discussed at the Finance, Audit and Risk Committee in June as part of the budget planning process and put forward to the Board for approval in July. It would then be an ongoing item for review).*

**Trustees noted the confidence from senior leaders that required numbers at the Kirklees schools would be reached.** The CEO confirmed that the Heads knew their schools well and could confidently articulate the offer clearly to parents and wider stakeholders.

Elevate Provision

The proposed timeline for the realignment of the Elevate provision was given in the executive summary. There was a clear point in April by which EAT would make a commitment to RMBC (Rotherham Metropolitan Borough Council) to develop a longer term offer or serve notice to terminate the existing provision at the end of summer 2024. The new proposal narrowed the remit and age range and seemed to be deliverable. Agreement was awaited from RMBC and discussions were under way about a proposed site.

**Trustees asked if there was a cost if EAT served notice.** The CEO confirmed that there was no financial cost but it would be a reputational risk. It is assumed at this stage that staff would transfer via TUPE to a new provision.

**Trustees asked what the other options were.** The CEO reported that RMBC could direct Elevate to be managed by the LA maintained PRU (pupil referral unit) or they could put the provision back out to tender. EAT had been clear with the new leaders in place at RMBC that Elevate had only been intended as a short term provision under the umbrella of Elements for a year to enable EAT to make recommendations about how it should be run in the longer term.

**Trustees asked about the cost of running the Elevate provision.** The CEO reported that the business case included a costed proposal per child and the costs of improving the site at Herringthorpe based on a survey by E3Cube. The cost of placing the children out of area would

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**ETHOS ACADEMY TRUST**  
**BOARD OF TRUSTEES MEETING MINUTES**

Thursday 21 March 2024 at 4pm  
via MS Teams

have to be factored in if RMBC did not accept EAT's proposal and EAT would have to be clear that it could not deliver the provision if RMBC did not accept its proposal.

**Trustees asked if Board approval was required to serve notice to RMBC for the Elevate provision.** The CEO explained that there was not a formal contract in place but EAT would want to serve notice in writing if this was the option taken and would request Board support for this.

There was some discussion about the Elements budget. DB noted that a lot of the deficit related to Elevate and if this was taken out of the equation there would be a balanced budget but not a significant surplus.

The CEO reported that EAT would prefer to keep Elevate and improve it but needed to be confident about the quality of provision and the children's outcomes. The current funding and delivery model did not provide this confidence.

**Trustees asked if Elevate would be subject to an Ofsted inspection.** The CEO confirmed that Elevate would be inspected as part of an Ofsted inspection of Elements (due during academic year 2024/25).

Wakefield

**Trustees asked about the recent "Mocksted" (Mock Ofsted inspection) at Evolve Academy and how it had scored.** AMO reported that Evolve had judged themselves to be "requires improvement". Safeguarding was effective and there were lots of green shoots in all areas. There was no risk of an inadequate rating and in another seven months the school could probably secure "good." This was down to the leadership and pace of improvement.

**Trustees asked which areas could move the rating to "good."** AMO explained that time was needed to embed changes. Leadership capacity was still an issue but was being strengthened by the new Executive Head and Head of School and the training and development of leaders. Curriculum developments and a new approach to reading had only been implemented since September; therefore impact / outcomes were not yet evident.

**Trustees asked if there were now fewer reds in the school improvement RAG rating analysis for Evolve.** AMO confirmed that there were very few reds now.

**Trustees asked about progress on the lease for South Kirby (Enterprise Campus) and if construction work had stopped pending the signing of a lease.** DB confirmed that the work was on hold at present. Only items that could be moved to another site were being ordered in. The CEO reported that the Executive Team was as confident as they could be that the lease would go ahead and the LA wanted to use the building as well out of school hours for other purposes which they would want to secure an SLA (service level agreement) alongside the lease. The LA had asked how long EAT wanted the lease to run for and the Trust had requested a 125 year lease. This was now with the legal teams and DB would chase up further this week.

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**ETHOS ACADEMY TRUST  
BOARD OF TRUSTEES MEETING MINUTES**

Thursday 21 March 2024 at 4pm  
via MS Teams

**Trustees asked if the delay in completing the works would affect how many students could be educated on the site.** The CEO confirmed that Enterprise Campus could function in its current form with the number of students attending and the curriculum was gradually evolving.

INSET Days

*Recommendation: Trustees to approve the proposed additional annual INSET day for Ethos Academy Trust (bringing the annual total up from five to six). This was based on the success of the Trust-wide Festival of Learning held in January 2024.*

The CEO referred to the video in the Board pack that demonstrated the success of the Festival of Learning and explained that the Trust wanted to build on this to ensure there was a shared training event every year.

**The additional annual INSET day was approved by GD and JG.**

**Action 3.2: Clerk to seek email approval of the INSET day from the other Trustees outside of the meeting.**

MN

**Resolved: Trustees approved the additional annual INSET day for Ethos Academy Trust, bringing the annual total up from five to six. (Approval was provided by GD and JG in the meeting and email approvals were subsequently received by the other Trustees).**

Strategic Development Plan 2024-27

Trustees had been asked to review the draft strategic objectives included in the Board pack and provide feedback on any key areas that were missing, whether the milestones were achievable whilst being aspirational and how the incoming CEO could be involved with the development of the new objectives.

**Trustees highlighted the importance of involving the incoming CEO in the development of the strategic priorities so that they had the opportunity to take ownership and work in partnership with the Board to lead the Trust in delivering the strategy. Trustees suggested using some of the strategy document in the interview process.**

**It was agreed that the strategic governance day in June would be used as an opportunity to revisit the vision and values across the Trust with involvement from the incoming CEO.**

**Trustees asked how and when progress against the objectives would be measured, as the intentions of the strategy were clear but the tracking progress seemed less precise.** The CEO explained that there would be operational action plans below the strategic level managed by the Executive Team and there would be a process of triangulation. The Executive Team would consider how the strategy would be put into action and what the KPIs would be. Some strands would be managed by individuals and some by professional networks.

Approvals

**Trustees had approved the following via email since last meeting:**

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Dated: .....

**ETHOS ACADEMY TRUST  
BOARD OF TRUSTEES MEETING MINUTES**

Thursday 21 March 2024 at 4pm  
via MS Teams

	<ul style="list-style-type: none"> <li>• Updated Academy Performance Review Committee Terms of Reference, 10 January 2024.</li> <li>• Updated Trust Scheme of Delegation, 6 February 2024.</li> <li>• Removal of Lucyanne Booth from Wakefield APRC due to non-attendance, 19 February 2024.</li> <li>• Updated Growth Strategy, 20 February 2024.</li> <li>• Business case for settlement of employee tribunal claim at Enrich Academy, 4 March 2024.</li> </ul>	
<b>4</b>	<b>Interim Update: School Improvement</b>	
	<p>AMO highlighted the work of the School Improvement (SI) Team, which was detailed in her written report.</p> <ul style="list-style-type: none"> <li>• Feedback was being tracked following the training the SI Team was providing internally and externally.</li> <li>• The team was working closely with Huddersfield University to train students and had been invited to join the validation panel for a Post Graduate Certificate in Autism and SEMH.</li> <li>• Danny Ross and Aimee Bedford were now trained as facilitators for the South Yorkshire Teaching Hub and were delivering content for NPQs (National Professional Qualifications) for teachers.</li> <li>• The delivery of workshops by internal staff at the EAT Festival of Learning demonstrated the level and breadth of expertise within the Trust.</li> <li>• The SI Team was planning to develop cross-Trust CPD, including a catalogue of online training resources.</li> </ul> <p>AMO had asked the Board to consider what impact measures were useful for annual reporting to the Board on the impact of the School Improvement Team, e.g. number of staff and external colleagues trained, income generated, summary of training feedback.</p> <p><b>Trustees noted the work that was being done with external organisations and the fact that EAT was working with Engaging Education to market the school improvement support that the team could provide outside of the Trust, which would start to bring in income.</b></p> <p><b>Trustees asked if the SI Team was providing training to MATs or maintained schools.</b> AMO noted that it was currently MATs but EAT would also like to work with maintained schools to offer bespoke audits and training, as this may help them with any future decisions about joining a Trust.</p> <p><b>Trustees asked how much of the SI Team’s time was spent working within EAT and how much was externally facing.</b> AMO explained that the SI Team typically spent half a day a week working externally, one day per week Trust-wide (CPD development, lead practitioners etc) and three days a week in the schools using the rapid improvement plan to provide agreed support over a 6-12 week period.</p>	

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**ETHOS ACADEMY TRUST  
BOARD OF TRUSTEES MEETING MINUTES**

Thursday 21 March 2024 at 4pm  
via MS Teams

	<p><b>Trustees asked if the SI Team were happy within the Trust.</b> AMO confirmed that the two SI colleagues had stated it was the best career move they had ever made.</p> <p><b>Trustees noted the positive effect of the SI team.</b></p> <p><i>KS joined the meeting at 17:05</i></p> <p><b>Trustees agreed that the format of AMO’s report was useful but that it was still helpful to see the RAG rating in future reports</b></p>	
5	<p><b>Annual Update: People and Culture</b></p>	
	<p>A written annual update on People &amp; Culture and HR had been included with the meeting documents and LC highlighted key points as follows:</p> <ul style="list-style-type: none"> <li>• There was now a well-established HR Team with four people in post and schools were valuing their input.</li> <li>• The People Strategy had been launched in April 2023 and this formed the basis for HR developments across the Trust. Progress against the strategy was positive so far.</li> <li>• Attraction and recruitment – It had been a proactive year with jobs fairs, films of staff talking about their work and a new candidate platform called My New Term, which had reduced administration for recruitment. Attracting candidates remained a challenge but the situation had improved and most roles were being filled first time round. The Teaching Assistant role was still difficult to fill due to salary and lack of flexibility. A competency based recruitment process was being considered.</li> <li>• Leadership and Culture – Coaching was being offered to leaders. Newer academies had been significantly supported by the HR team in the last 12 months. The aim was to develop coaching in-house and offer Mental Health First Aid training to managers. Flexible working was also being considered.</li> <li>• Development of People and Talent Management - Career Development Pathways had been developed and the document was included in the Board pack. There would be further work linked to apprenticeships.</li> <li>• Updates on legislation were provided and the HR Team were keeping abreast of any required changes.</li> <li>• Decoupling of pay from performance management was already being considered within EAT and it was now known that this would be included within the Teachers’ Pay and Conditions Document for September 2024. EAT was planning a soft launch of this in September 2024.</li> </ul> <p><b>Trustees asked if the three key questions based on the People Strategy outcomes had gone out to staff before.</b> LC explained that this was the first time these questions had been circulated in the form of a pulse survey and this would be repeated annually.</p> <p><b>Trustees asked how happy LC was with the results of the pulse survey.</b> LC noted it was a positive starting point, given that a new academy had joined the Trust during this time.</p>	

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**ETHOS ACADEMY TRUST  
BOARD OF TRUSTEES MEETING MINUTES**

Thursday 21 March 2024 at 4pm  
via MS Teams

	<p><b>Trustees asked what take-up rate was of the survey.</b> LC explained that she did not have the exact figure but it was a good turnout.</p> <p><b>Given that 12.5% of candidates came from word of mouth, Trustees asked if the £20 voucher for employee referrals could be increased.</b> LC noted that not many of these had been awarded and there were limits to what could be offered. DB agreed to check the Gifts and Hospitality Policy to see if the voucher amount could be increased.</p> <p><b>Action 5.1: DB to check the Gifts and Hospitality Policy to see if the value of the voucher awarded for employee referrals could be increased.</b></p> <p><b>Trustees asked if the Trust had a good retention rate once staff had been recruited.</b> LC reported that staff turnover across the Trust was 6% and less than 10% was considered good in the sector. However, there had been a higher turnover at Reach Academy recently.</p> <p><b>Trustees asked if there was a wave of people coming through for the next opportunities.</b> LC explained she had held conversations with academies and central team leaders on workforce / succession planning in November 2023 and had figures based on this. Further development was needed to devise clear succession plans. HR was hoping to support staff with the next stage of their career journey and offer courses, as appropriate, when suitable roles come up.</p> <p><b>Trustees noted that the Career Development Framework was fantastic and that everyone at EAT was lucky to have this guide. The challenge would be managing those who were ready for progression now when there might not be the appropriate roles available immediately.</b></p>	DB
6	<p><b>Update on CEO Recruitment</b></p>	
	<p><i>AMO left for this item at 17:35 and returned again at the end of the item.</i></p> <p>LC reported on progress with the recruitment for the CEO role as follows:</p> <ul style="list-style-type: none"> <li>• LC had met with the CEO recruitment working group and with Satis Education.</li> <li>• The job description and person specification had been developed and the role was now being advertised with a closing date of 11<sup>th</sup> April 2024.</li> <li>• There had been a good response so far. One application had already been received. Two potential candidates had visited the Trust and a further candidate was booked to visit in April.</li> <li>• The longlisting day would include two activities, which Satis could administer but Trustees would be involved in the longlisting interview process.</li> <li>• Final interviews would take place on 22<sup>nd</sup> April. The strategic priorities could be included as part of the final interview, as proposed by Trustees. The recommendation from Satis was to take a maximum of four or five candidates through to the final interview.</li> </ul> <p><b>Action 6.1: Trustees to provide LC with input on the tasks they wish to be included in the longlisting day.</b></p>	All

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BOARD OF TRUSTEES MEETING MINUTES**

Thursday 21 March 2024 at 4pm  
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GOVERNANCE	
<b>7</b>	<p><b>Board Effectiveness &amp; Membership</b></p> <p>Board Effectiveness Action Plan – deferred to next meeting.</p> <p>Succession Planning – deferred to next meeting.</p> <p><u>Trustee and APRC Recruitment</u></p> <p>The CEO provided the following update:</p> <ul style="list-style-type: none"> <li>• Two potential Trustee candidates had been put forward to the CEO, Chair and Vice Chair by the Clerk for further consideration, as a result of free adverts placed with Inspiring Governance and Governors for Schools and a further candidate had been introduced by the Governors for Schools paid recruitment service. The calibre of candidates was encouraging and it was hoped that two or three recommendations would be made to Members for appointment in due course.</li> <li>• Two potential representatives for the Rotherham APRC had gone through the recruitment process and their appointment was recommended by the Headteacher (Vicky Woodrow) and APRC Chair (Jem Greenwell). Their details had been circulated with the Board documents.</li> <li>• Two potential candidates for the Wakefield APRC had met with the Executive Head but formal applications had not yet been submitted.</li> </ul> <p><b>Resolved:</b> Trustees approved the appointment of Emma Sheedy to the Rotherham APRC following recommendation from the Headteacher and APRC Chair (approved by the two Trustees present and email approvals had been provided by the other Trustees in advance of the meeting).</p> <p><b>Resolved:</b> Trustees approved the appointment of Hannah Taylor to the Rotherham APRC following recommendation from the Headteacher and APRC Chair (approved by the two Trustees present and email approvals had been provided by the other Trustees in advance of the meeting).</p> <p><b>Trustees asked if more APRC candidates were needed.</b> The CEO confirmed that no further candidates were required for Rotherham but more were needed for Wakefield and Kirklees. The APRC Terms of Reference had been updated, following Board approval, to enable staff membership and the CEO would be speaking to Headteachers about progressing this next term.</p>
<b>8</b>	<p><b>Updates from Assurance Partners</b></p> <p>The Safeguarding Assurance Partner note of visit included was included in the meeting pack and there would be further discussion at next meeting.</p>

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**ETHOS ACADEMY TRUST  
BOARD OF TRUSTEES MEETING MINUTES**

Thursday 21 March 2024 at 4pm  
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	The SEND Assurance Partner note of visit would be submitted in time for the next Board meeting.	
<b>9</b>	<b>Policies &amp; Statutory Documents</b>	
	<p>The following policies had been circulated in advance of the meeting for approval and significant changes had been listed in the table within the executive summary.</p> <ul style="list-style-type: none"> <li>• Capability Policy</li> <li>• Disciplinary Policy</li> <li>• Grievance Policy</li> </ul> <p><b>The policies were approved by GD and JG.</b></p> <p><b>Action 9.1: Clerk to seek email approval of the policies from the other Trustees outside of the meeting.</b></p> <p><b>Resolved:</b> Trustees approved the capability policy, disciplinary policy and grievance policy. (Approval was provided by GD and JG in the meeting and email approvals were subsequently received by the other Trustees).</p> <p>The SRMSA (School Resource Management Self-Assessment) Checklist was submitted to the ESFA had been provided for information.</p>	MN
<b>10</b>	<b>Any Other Urgent Business</b>	
	<p>The Clerk provided a verbal update on the new DfE Governance Guide, which had replaced the DfE Governance Handbook. There were no changes to policy or governance expectations and the Guide had been streamlined to align with the High Quality Trust Descriptions and the Academy Trust Handbook. There was a greater emphasis on EDI and wellbeing. The Clerk would circulate a briefing note after the meeting.</p> <p><b>Action 10.1: Clerk to circulate a briefing note on new DfE Governance Guide to Trustees.</b></p> <p>There being no further business, the meeting concluded at 17:50.</p>	MN
<b>11</b>	<b>Date of Next Meeting</b>	
	Thursday 4 <sup>th</sup> July at 4pm at Ethos College.	

Action Points	Responsibility	Completion
• Action 3.1: Re-word the recommendation about ringfencing the 23/24 Kirklees surplus with input from JG and GD and circulate to Trustees for approval.	DB	22/03/2024 (completed)
• Action 3.2: Clerk to seek email approval of the INSET day from the other Trustees outside of the meeting.	MN	26/03/2024 (completed)

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**ETHOS ACADEMY TRUST  
BOARD OF TRUSTEES MEETING MINUTES**

Thursday 21 March 2024 at 4pm  
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| • Action 5.1: Check the Gifts and Hospitality Policy to see if the value of the voucher awarded for employee referrals could be increased. | DB  | 12/04/2024                |
| • Action 6.1: Trustees to provide LC with input on the tasks they wish to be included in the longlisting day.                              | All | 08/04/2024                |
| • Action 9.1: Clerk to seek email approval of the policies from the other Trustees outside of the meeting.                                 | MN  | 26/03/2024<br>(completed) |
| • Action 10.1: Clerk to circulate a briefing note on new DfE Governance Guide to Trustees.   | MN  | 26/03/2024<br>(completed) |

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