



**THE PEGASUS ACADEMY TRUST**  
**BOARD OF DIRECTORS' MEETING**  
**MINUTES**

Friday, July 7<sup>th</sup> 2023 at 13:30 pm

Meeting in person at Whitehorse Manor Junior School (with online attendees)

<b>Directors</b>		
Richard Hill (RH)	Director Chair of Board	Present
Ian Patterson (IP)	Vice Chair of Board	Present
Jolyon Roberts (JRo)	Executive Principal/CEO	Absent
Lynne Sampson (LS)	Executive Principal	Present
Emma Whapham (EW)	Director	Present via Google Meet
Xavier Villers (XV)	Director	Present
Gary Griffin (GG)	Director	Present
Nina Pogossova (NP)	Director	Present via Google Meet
Sasha Henry-Crawford (SHC)	Director	Present via Google Meet
<b>Trust staff</b>		
Jo Ridge (JRi)	Chief Financial Officer	Present via Google Meet

<b>Clerked by:</b>	Anna Jaye (via Google Meet)
<b>Supporting documents:</b>	<ul style="list-style-type: none"> <li>• Agenda Board of Directors 07.07.23;</li> <li>• Minutes of Board Meetings 19.05.23;</li> <li>• Executive Principals' Report;</li> <li>• Budget Forecast Summary 2023/24;</li> <li>• Pegasus Academy Trust External Audit Strategy 2023;</li> <li>• Academy council summer meeting minutes.</li> </ul>
<b>Meeting closed at:</b>	15:37pm

	ITEM	Time	Lead
1.	<p><b>Apologies for absence and confirmation of quorum:</b></p> <p>Apologies accepted from JR (industrial action day). All other directors were in attendance. The meeting was declared quorate.</p>	1	Chair
2.	<p><b>Declaration of conflict of interest / Board Membership</b></p> <p>All annual pecuniary interest forms completed. GG advised that he had taken the position as Chair of Governors at Chelsea Academy. His annual form would be updated accordingly. No specific conflicts of interest were declared in relation to the agenda.</p> <p><b>Board Membership</b> EW would see out term of office (to December 2023). IP advised of intention to step down following the AGM (December 2023).</p> <p>Directors considered succession planning, recruitment arrangements and format/size of Board. They noted protocol for recruiting from Local Academy Councils (LAC) and eligibility for parents only when children no longer on roll. They noted the Academy Ambassadors' programme had ceased but that recruitment could be arranged through Governors for Schools or Inspiring Governance. Directors agreed that a skillset review would be undertaken to inform succession planning and recruitment.</p> <p><b>ACTION 1 – XV to undertake a skills audit for current Board members and identify skillset for new candidates.</b> <b>ACTION 2 – RH to explore Director recruitment options through Inspiring Governance.</b></p>	5	Chair
3.	<p><b>Minutes of the previous meeting – 19.05.23</b></p> <p>Directors queried the information within Facilities Update (item 9 Page 4) and sought clarification regarding number of replacement fire doors as this was different to information at Finance meeting.</p> <p><b>ACTION 3 – JRo to confirm arrangements and numbers for fire door replacement.</b></p> <p>Minutes of the meeting were accepted as accurate and were approved and signed by the Chair.</p>	5	Chair
4.	<p><b>Matters arising and review of action log:</b></p> <p><b>Action 1 :</b> Membership of Board added as standing item. <b>Complete</b> <b>Action 2:</b> Anti Bullying Policy provided via website. <b>Complete</b></p>	5	Chair

	<p><b>Action 3:</b> Behaviour Policy training to form part of September INSET training for all staff. Directors encouraged to attend. <b>Complete</b></p> <p><b>Action 4:</b> Energy Saving at Atwood, JRi confirmed new deal secured to September 2024. Likely savings estimated at £50k. <b>Complete</b></p> <p><b>Action 5:</b> Cypress MAC questions, RH confirmed this had been discussed and response provided, no further feedback. <b>Complete</b></p> <p><b>Action 6:</b> Safeguarding Training link resent. <b>Complete</b></p> <p>Directors discussed Safeguarding Training arrangements and noted that training from another school would be transferable so long there is as comparable content and included Keeping Children Safe in Education (KCSIE) updates.</p> <p>LS advised of the Cyber Security / Online Filter and Monitoring changes to be included in KCSIE 2023.</p>		
5.	<p><b>Executive Principals' Report</b> LS summarised the EP Report.</p> <p><b>Performance</b></p> <ul style="list-style-type: none"> <li>- End of KS assessments have taken place, KS2 SATs outcomes next week</li> <li>- No validated data as yet</li> <li>- Atwood convergence successful</li> <li>- Beulah Ofsted – continues to be Good</li> <li>- Ecclesbourne Ofsted – judged Good with Outstanding for Leadership &amp; Management, Behaviour and Attitudes and EYFS.</li> </ul> <p><b>Question - What is the difference between graded and ungraded inspections and what determines which takes place?</b> LS confirmed an ungraded inspection does not result in individual assessments but determines whether the school continues to be the same grade as previous inspection, the grade cannot change. Ungraded inspections are only for schools which are judged to be good. The type of inspection is determined by Ofsted from previous inspection.</p> <p><b>Question - When was Atwood's last inspection and when is next due?</b> LS confirmed last full inspection 2008 Outstanding, with a follow up 2016. She noted that she and Atwood leaders had attended a very useful Ofsted seminar specifically aimed at previously Outstanding schools. Directors noted that Atwood should be inspected by summer 2024 at the latest and noted Trust support arrangements in place. Directors noted that Atwood LAC had met in previous week for a workshop (attended also by RH &amp; JRo) to discuss Ofsted preparation / SEF.</p> <p><b>School Improvement</b></p> <ul style="list-style-type: none"> <li>- Revised format</li> <li>- Each school has individual priorities which lead into overall Trust priorities</li> <li>- Not a single ineffective teacher across whole Trust</li> <li>- Coaching &amp; mentoring in place, not just professional development</li> </ul> <p><b>Governance</b></p> <ul style="list-style-type: none"> <li>- Changes in personnel</li> <li>- Thanks to Chairs</li> </ul>	15	

	<ul style="list-style-type: none"> <li>- Succession planning for Trust Board</li> </ul> <p><b>Admissions</b></p> <ul style="list-style-type: none"> <li>- Atwood &amp; Cypress heavily oversubscribed</li> <li>- Beulah Reception 5 spaces which hopefully would be filled</li> <li>- LA consultation on maintained nursery provision, with intention to close one setting. Thornton Heath is the one maintained nursery not in deficit position.</li> </ul> <p><b>People &amp; Leadership</b></p> <ul style="list-style-type: none"> <li>- Trust is fully staffed with leadership capacity</li> <li>- Changes to staffing to be confirmed</li> <li>- Changes in personnel – leavers &amp; joiners</li> <li>- Early Career teachers x 5 / Appropriate Body Service through Harris</li> </ul> <p><b>Question – Is the current number of ECTs high for the Trust?</b>  LS advised not particularly high, confirming that the Trust has had up to 15 in previous years.</p> <p><b>Question – What was the reason for newly appointed TAs leaving? Do we still have vacancies?</b>  LS advised that some had possibly taken the role but found it was not suitable for them and some had not been retained by PAT. She noted there were 3 TA roles to be filled.  LS noted that teacher recruitment had been good this year, but that TA recruitment was difficult (reflecting national picture).</p> <p><b>Financial Stability</b></p> <ul style="list-style-type: none"> <li>- Budget healthy and strong financial position overall</li> <li>- Atwood budget deficit</li> </ul> <p><b>Question – Has the Atwood position always been in deficit or is this a new issue?</b>  LS said that HT had always advised of strong financial position prior to joining PAT. She noted that management accounts showed surplus / reserves. LS advised of different pay scales / hours for TAs c 10k more than Trust scales. She noted reviews with Atwood Leaders regarding possible changes to staff deployment which could considerably reduce the deficit and confirmed that any new appointments would be made on the Trust pay scale.  Directors noted that Atwood received minimal Pupil Premium funding and had 21 EHCP pupils (significantly higher than average), with funding (highest band £10.4k) not matching the full-time support costs (£38k including on costs for each TA).</p> <p><b>Capacity for Growth</b></p> <ul style="list-style-type: none"> <li>- Red Gates not proceeding – Regional Schools’ Commissioner confirmed does not reflect on PAT</li> <li>- Continued focus on Atwood convergence</li> <li>- No current plans for further acquisitions</li> </ul> <p><b>Question – Should all Heads be paid at the same rate? Is there a risk of losing quality leaders without differentiation?</b>  Directors considered Heads’ pay, noting possible ways to differentiate responsibility and delegate additional functions to justify differential.</p>		
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6.	<p><b>Finance Update</b></p> <p><b>Approval of 2023/24 Budget</b></p> <p>IP referred to Budget summary 2023/24 which had been circulated ahead of meeting. Directors considered and discussed the details, noting the in-year surplus £414.9k based on an assumption of unfunded pay awards at 5%.</p> <p><b>Question – Expenses appear higher in the March Budget revisions than for the current Budget – why is this?</b></p> <p>JRi confirmed that this had been revised line by line and was correct. She advised that the overall Trust reserves now very healthy.</p> <p><b>Question – When will we be at a point where we have more than is recommended in the required reserves?</b></p> <p>Directors noted a reserves policy of 8%-12% of annual expenditure and agreed a prudent strategy given uncertainty over future funding for pay awards.</p> <p>LS confirmed that there was a clear plan for future projects to be pursued to utilise available excess surplus.</p> <p>Having considered and discussed the figures, the Board formally agreed and approved the Budget 2023/24.</p> <p>JRi to submit to the DFE/ESFA in due course and within deadline.</p> <p><b>Approval of Buzzacott Audit Strategy 2023/24</b></p> <p>JRi noted that the document would usually go to the Finance Committee for approval but that the planning meeting had not taken place at that stage and agreed to present for the November meeting.</p> <p>Directors noted increase to Buzzacott’s fees following a period of fixed price and inclusion of additional school.</p> <p><b>Catering Contract</b></p> <p>IP summarised the catering tender presentation process, noting good quality from all companies and minimal difference in price per meal. He confirmed that Harrisons had been selected and new contract would start in September 2023.</p> <p><b>Question – Has the contract been signed?</b></p> <p>This would be confirmed by JRo and an update to be provided at next Finance Meeting.</p> <p><b>ACTION 4 – RH to contact JRo for confirmation of outcome on catering tender.</b></p> <p><b>ACTION 5 - Catering update to be provided by JRo at autumn Finance meeting.</b></p>	20	
7.	<p><b>Governance Update</b></p> <p><b>Trust Structure</b></p> <p>RH referred to Trust Structure going forward, noting a possible opportunity for restructure in 4 years.</p> <p>Directors noted that the current arrangement with two Trust Leads was somewhat unusual, acknowledging a more conventional model of CEO / CFO and COO. They considered possible remit / responsibilities of each role and agreed to research and review job descriptions to better inform decision for the future.</p> <p><b>ACTION 6–RH to work with LS on job description for COO</b></p>	10	

	<p><b>Board Succession Planning</b></p> <p>Directors referred to discussion under item 2 above regarding Board succession planning. They agreed it would be useful to formalise profiles of responsibility, job description for Chair and review terms of office, agreeing that this could be done as part of the skills audit (action 1). Directors noted that a new Finance Chair would be required in autumn term.</p> <p>Directors agreed that a separate session or working party may be beneficial.</p> <p><b>ACTION 7 – RH to attempt to source replacements to the Board</b></p>		
8.	<p><b>Facilities Update</b></p> <p>Directors noted that the programme of works across the Trust schools had been covered at Finance Meeting.</p> <p><b>Question – Recent media coverage has highlighted asbestos management in schools – are there any areas of concern within the PAT estate?</b></p> <p>LS agreed to follow up with Site Managers / Facilities Management.</p> <p><b>ACTION 8 – LS to follow up with Site Managers / Facilities Management regarding present position on Asbestos Management and highlight any areas of potential concern.</b></p>	10	
9.	<p><b>Academy Councils</b></p> <p>Directors noted the minutes for summer term meetings. It was noted that the Atwood minutes had been written by staff member due to clerk absence so not standard format.</p> <p><b>Atwood</b></p> <p>RH noted questions raised by ATW LAC regarding DBS checking procedure. LS advised that the Trust procedure was in line with DFE / KCSIE guidance and satisfied criteria (recent Ofsted inspections verified this). She noted that there was no requirement to keep renewing checks every three years and noted that staff were required to complete annual declarations.</p> <p><b>Question – Is the Safeguarding / Recruitment process at Atwood the same as at other schools?</b></p> <p>LS confirmed that it was and that all was in order.</p> <p>It was noted that all MACs must complete the Safeguarding training.</p> <p>RH noted concern over new employee contracts and induction process. LS advised that new employees are given fixed term contracts initially in line with Trust procedures noting that this was a change for Atwood. She noted that central induction was undertaken, but that Atwood could add to this (eg for Little Wandle training) as required.</p> <p><b>Cyber Bullying / Online safety</b></p> <p>Directors noted the concerns at WHJ and CYP in particular regarding online issues with year six children, agreeing that this was a national societal issue. They discussed PSHE curriculum content in this respect and considered the related policies (Anti Bullying Policy, Equalities Statement, Behaviour and E Safety Policy). Directors noted how such situations were handled by the schools and reflected on the teaching and promotion of values such as kindness, acceptance and respect.</p>	10	

10.	Correspondence to the Chair	None	2	
11.	Confidential items	None	2	
12.	Any other business	None	2	
13.	Meeting Dates 2023/24 Directors agreed the dates proposed. - Friday 20 <sup>th</sup> October 2023 - Friday 8 <sup>th</sup> December 2023 – AGM & BOD - Friday 24 <sup>th</sup> May 2024 - Friday 5 <sup>th</sup> July 2024 Meeting closed 3:37pm		1	

Signed as a true and accurate record of the meeting			
Chair's name	R. H. Hill	Chair's signature	R. H. Hill
Date	20/10/2023		

#### Summary of Actions – PAT Board Meeting 07/07/23

No	Action	Who?	When?	Update?
1	XV to undertake a skills audit for current Board members and identify skillset for new candidates.	XV	Summer 2023	
2	RH to explore Director recruitment options through Inspiring Governance.	RH	Summer 2023	
3	JRo to confirm arrangements and numbers for fire door replacement.	JRo	July 2023	
4	RH to contact JRo for confirmation of outcome on catering tender.	RH / JRo	July 2023	
5	Catering update to be provided by JRo at autumn Finance meeting.	JRo	November 2023	
6	RH to work with LS on job description for COO	LS and RH	By spring 2024	
7	RH to attempt to source replacements to the Board	RH	Autumn 2023	
8	LS to follow up with Site Managers / Facilities Management regarding present position on Asbestos Management and highlight any areas of potential concern.	LS	ASAP	