



THE PEGASUS ACADEMY TRUST

BOARD OF DIRECTORS' MEETING MINUTES

Friday, December 12th 2025 at 13:30 pm

Meeting in person at Cypress Primary School (with online attendees)

Directors		
Richard Hill (RH)	Director/Chair of Board	Present
Xavier Villers (XV)	Director	Present
Gary Griffin (GG)	Director	Present
Nina Pogossova (NP)	Director	Present
Marnie Hayward (MH)	Director	Present
Tracey Markham (TM)	Director	Present
Katy Bennett (KB)	Director	Present
Trust staff		
Jolyon Roberts (JR)	Executive Principal/CEO	Present
Lynne Sampson (LS)	Executive Principal	Present
John Yau (JY)	Chief Financial Officer	Present
Invited		
Patricia Salami	Member	Apologies received
Geraldine Vassel	Member	Apologies received
Fiona Fearon	Member	Apologies received
Ian Patterson	Member	Present

Clerked by:	Sonia Wesley (SW)
Supporting documents:	• Agenda Board of Directors 12.12.2025; • Draft Minutes of Board Meeting 17.10.2025 including action log • Board level review of Cyber security arrangements; • Skills Audit; • Directors Suitability Declaration; • Executive Principals' Report • ATW MAC visit by Jo Ridge; • Letter from Minister Bailey; • Attendance similar schools' reports; • Budget summary 2026-26 • Executive pay policy • Staff grievance policy and procedures • Staff attendance management and procedures • Risk Register Dec 25; • MAC meeting minutes
Meeting closed at:	15.40

	ITEM	Lead
1.	Apologies for absence and confirmation of quorum:	Chair
1.1	Apologies received and accepted for PS, GV and FF.	
1.2	The meeting was declared quorate.	
2.	Declaration of conflict of interest and update to register of interests and membership of the board	Chair
2.1	No conflicts of interest were declared.	
3.	Minutes of the previous meeting – 17th October 2025, matters arising and review of action log:	Chair
3.1	Minutes of the previous meeting on 17 th October 2025 were accepted as accurate with two minor amendments and approved. Previous Actions 1. Meetings to be arranged with MAC Chairs and Chair of BoD. – Ongoing – LS & RH to arrange in January 2026. 2. To identify potential new board members with a preference for individuals from Black, Asian, and Minority Ethnic (BAME) backgrounds to better reflect the diversity of the community – Ongoing – RH plans to go back to the Governance pool to source a new director. 3. Pay Policy to be revised to include a subsection specifically addressing executive pay. This item is to be added to the agenda for the next Finance, audit and risk committee meeting – Closed – see agenda item 7b New Actions 1. NP to draft measurable targets for the strategic goals, with support from XV and RH as part of a working party – Ongoing – NP to report at next meeting 2. LS to amend "<i>Executive Headteachers</i>" to "<i>Executive Principals</i>" in the <i>Safeguarding and Child protection policies and update revision history in all policies</i> – Closed 3. JR to make the <i>Sexual Harassment Awareness</i> course mandatory for all staff to complete as part of their ongoing training and professional development – Closed – On School for Spring Term 4. <i>Staff Grievance and Sickness Policy</i> to be added to the agenda for the next Board of Directors meeting in December – Closed – see agenda item 7c	
4.	The Governance of Pegasus Academy Trust a) Ofsted and leadership b) Re-appointment of Nina Pogossova as a Director of Pegasus Academy Trust c) Skills audit	Chair/MH

	d) Measurable targets for strategic goals review e) Staff wellbeing update f) Training update/feedback g) Directors' suitability declaration	
4.1	Ofsted and leadership RH explained changes to Ofsted place greater emphasis on governance. As MACs do not have financial responsibility, Ofsted may instead direct questions to directors. The DfE recommends an external review of governance every 3–5 years. Directors shared experiences of external governance reviews from their other roles, with a general view that these were a poor use of time and money, as the feedback did not highlight anything they were not already aware of. JY noted that the Trust's internal auditor has offered to carry out an external review of governance at a lower cost, which may be worth exploring. ACTION 1: JY to organise governance review with internal auditors	
4.2	RH highlighted that PAT did not appear to have a central internal database where previous directors' meeting papers and other key documents were stored. JR and SW confirmed that all such documents are held on MyUSO and that directors should have access. RH confirmed that, while he does have access to MyUSO, he is unable to access the relevant documents. ACTION 2: JR and SW to ensure all directors have access to MyUSO and to the relevant documents.	
4.3	Re-appointment of Nina Pogossova as a Director of Pegasus Academy Trust NP was re-appointed at the Annual General Meeting (AGM) on 12th December 2025.	
4.4	Skills audit It was noted that KB was on maternity leave when the last skills audit was conducted in the previous year. It was agreed that, unless directors have since upskilled, the previous responses will be used to compile the skills matrix and identify any gaps. ACTION 3: KB to complete skills audit and send to RH to collate.	
4.5	Measurable targets for strategic goals review Deferred to next meeting.	
4.6	Staff wellbeing update MH and LS shared that staff responded positively to the recommendations from MH's review of the staff wellbeing strategy at PAT and the resource pack she provided. The introduction of blue light cards has been well received. There have been fewer referrals to counselling and mental health services. LS reported that there is a strong team of teachers and senior leaders, and that the mental health package is robust and provides good support for staff.	
4.7	Training update/Feedback MH and NP advised that they had attended cyber security training via Schoot and recommended the course to all Directors. ACTION 4: JR to arrange for all Directors to have access to Schoot to complete training.	
4.8	MH updated Directors on her recent visit to the school and summarised her board-	

4.9 4.10	level review of cyber security arrangements at PAT. This included observing a presentation from Croydon Education Partnership, who provide cyber security support, completing the Schoot training, and touring the school to see the systems in operation. MH assured the Board that strong measures are in place; all issues identified in the internal audit have been addressed and rectified. It was noted that disclosure of locations has been amended to "Site A" and "Site B". JR informed the Board that a number of phishing-style test emails had been sent to all staff to assess awareness. It was reported that 72 staff members clicked the link, equating to 17% of staff. JR highlighted the importance of ongoing training to keep cyber security awareness fresh in staff members' minds. Directors agreed that 17% was not unreasonable for an initial test and discussed cost-effective ways of maintaining staff awareness. In response to a directors' question regarding how quickly a real phishing attempt would be identified, JR reassured the Board that there are multiple levels of security in place before any issue would escalate. Directors Suitability declaration Directors were reminded to complete the suitability declaration and return to Clerk.	
5. 5.1 5.2	Executive Principals' Report including: LS summarised the Executive Principals' report. Directors discussed the new Ofsted framework and noted that webinars are available from the DfE and TES outlining the expectations. The Board considered the emphasis on coaching and evaluation over formal assessment for teaching. Directors agreed on the importance of fostering a culture where constructive feedback for improvement is welcomed. LS shared that governance at Atwood Primary School had improved. The new Co-Chair, Jo Ridge, had conducted a school visit, and the report of this visit was enclosed with the meeting documents. <i>A Director asked whether governor visits were common across other MACs in the Trust. LS confirmed that they are, particularly within the MACs and Whitehorse Infants.</i>	EPs
6. 6.1 6.2	Attendance; SW summarised the similar schools reports on attendance for each school, highlighting the recommended areas for improvement. She explained that she had discussed these reports with each Head of School to explore strategies for improvement. SW noted that, in many cases where a particular year group was highlighted, further analysis showed that the issue was due to a small number of children, all of whom have bespoke plans in place to support improved attendance. SW explained that every child with attendance below 90% (persistently absent) has an individual plan and is reviewed on a weekly basis. She also works closely with the Local Authority and other agencies to improve attendance across all schools. This includes termly general attendance meetings, weekly check-ins regarding severely absent pupils or pressing issues, and "team around the school" meetings as required. It was noted that, although all schools remain below pre-pandemic levels, each school has shown year-on-year improvement. The Local Authority was impressed with the level of knowledge and detail demonstrated, particularly as not all schools in the area have made similar progress and other attendance officers had not even been aware of the	SW

	individual school reports.	
	ACTION 5: Suggested areas for improving attendance, as identified in the similar schools' reports, to be included in the Executive Principals' report for each Board meeting.	
7.	Items/policies for approval;	Chair JR
7.1	Budget 2025-26 JY summarised the budget and the findings of the Finance, Audit, and Risk Committee, which recommended that the Board approve the budget. He also shared that the Committee had agreed to aim for an annual surplus in the range of 1–5%. The Budget for 2025-26 was formally approved by the board	
7.2	Executive Pay policy The Executive Pay Policy was reviewed by the Finance, Audit, and Risk Committee and recommended for Board approval, as it meets all the requirements of the Academy Handbook. The Executive pay policy was formally approved by the board.	
7.3	Staff grievance policy JR shared that the Trust had been using the Local Authority staff grievance policy, which had not been updated for a long time and was now out of date, allowing multiple routes for appeal. He presented his draft policy, which incorporates elements from the LA policy, ACAS guidance, and best practice from similar multi-academy trusts. JR noted that he had shared the draft with the LA, who were impressed and intend to use some sections to update their own guidance. The Board agreed that it is important for the Trust to adopt its own policy, allowing it to be reviewed and updated as necessary.	
7.4	Directors discussed delegating authority to allow a percentage of the text to be amended without Board approval, to ensure that HR-related matters are not delayed.	
7.5	A Director highlighted that some sections could be open to misinterpretation and should be reworded for clarity. Another Director noted the need to clarify the respective roles of HR at the Local Authority and within the Trust, the processes involved, and the potential outcomes. There was also a discussion about including a clear definition of who may accompany a member of staff. The Staff Grievance Policy was formally approved by the Board subject to amendments.	
7.6	Staff Attendance Management Policy A Director highlighted that some sections could be open to misinterpretation and should be reworded for clarity. Another Director noted the need to clarify the respective roles of HR at the Local Authority and within the Trust, the processes involved, and the potential outcomes. There was also a discussion about including a clear definition of who may represent a member of staff. The Staff Attendance Management Policy was formally approved by the board subject to amendments.	

7.7	The Staff Grievance Policy and Staff Attendance Management Policy will be sent to unions for consultation. It was noted that the Trust reserves the right to restrict access to internal systems if staff do not comply with these policies.	
8. 8.1	Risk Register Review The Board noted that there were no significant issues arising from the risk register, other than the ongoing risk of falling pupil numbers.	LS
9. 9.1	Academy Council minutes Noted as read.	Chair
10.	Correspondence to the chair None	Chair
11.	Confidential items None	Chair
12. 12.1 12.2	Any other business (notified to Chair/Clerk in advance) JR reported that Beulah Infants School is experiencing a decline in pupil numbers due to parents choosing not to transition their children to Beulah Junior School, citing that they "do not like the vibe" of the junior school. Families are increasingly withdrawing their children in Years 1 and 2 to avoid the move to Beulah Juniors. JR informed Directors that he has spoken with the Headteacher of Beulah Junior School to outline the issue and highlight that the current situation is not sustainable. JR is preparing a letter to formally propose that Beulah Junior School join the Pegasus Academy Trust.	Chair JR
13. 13.1	Date for next meeting: Friday 15th May 2026 at 1:30pm at Whitehorse Manor School. The meeting closed at 3.40pm	Chair

Signed as a true and accurate record of the meeting	
Chair's name	
Chair's signature	
Date	

Summary of Actions – PAT Board Meeting 12/12/2025

No	Previous Actions	Who?	When?	Update?
1	Meeting to be arranged with MAC Chairs and Chair of BoD.	RH/LS	January 2026	
2	RH to go back to the Governance pool to source a new director with a preference for individuals from Black, Asian, and Minority Ethnic (BAME) backgrounds to better reflect the diversity of the community	RH	May 2026	
3	NP to draft measurable targets for the strategic goals, with support from XV and RH as part of a working party	NP/XV/RH	May 2026	

No	New Actions	Who?	When?	Update?
1	JY to organise governance review with internal auditors	JY	May 2026	
2	JR and SW to ensure all directors have access to MyUSO and to the relevant documents.	JR/SW	May 2026	
3	KB to complete skills audit and send to RH to collate.	KB	May 2026	
4	JR to arrange for all Directors to have access to Schoot to complete training.	JR	May 2026	
5	Suggested areas for improving attendance, as identified in the similar schools' reports, to be included in the Executive Principals' report for each Board meeting.	SW/LS	May 2026	