Board of Trustees

Wednesday 3 December 2025, 4.30pm
Great Moor House, Exeter

Attended:

Andy Mulcock (AM) - Chair	**Philip Bostock (PB) – Vice Chair**
Shraddha Chaudhary (SC)	**Lindsay Cooper-Smith (LCS) – virtually**
Lee Elliot-Major (LEM)	**James Frampton (JF)**
Teresa Gardner (TG)	**Richard Jacobs (RJ)**
Moira Marder (MM)	**Sarah O'Meara (SOM)**
Jade Otty (JO)	**Alex Walmsley (AW)**
In Attendance	
Melody Floyde (MF) – Trust Governance Professional – Minutes	**Tim Rutherford (TR) – Deputy Chief Executive**
Mo Marchant (MDM) – Head of Governance	

Apologies:

None

Meeting Minutes

Item No.	Business	Action
1.	**Welcome, Apologies and Declarations of Interest** AM welcomed everyone to the meeting. No apologies had been received. Declarations of interest were noted, as follows: AW: Director, First Federation Trust & Member of Diocesan Education Group AW, RJ, AM: Directors, Fusion School Services Ltd JO: Vice Principal, Exeter College The meeting was confirmed as being quorate.	
2.	**Minutes of Previous Meeting, Update on Actions and Matters Arising** The minutes of the meeting held on 22.10.2025 were approved as a full and accurate record. The actions were marked as complete with the following updates: TB2210.3 – It was agreed that the current Scheme of Delegation would be updated following confirmation of the new Ofsted framework. The curriculum section would be updated to reflect the current delegations. A full refresh of the Scheme of Delegation would be undertaken for 2026-27. Trustees do not have a great depth of knowledge around curriculum in individual schools. Local Governors would have a wider awareness of what was being taught in	

	their school, but not necessarily a detailed knowledge of the curriculum. The Executive are responsible for curriculum in our schools. *Do Ofsted get given a copy of the SoD?* Yes this is provided. The Ofsted training session for Governors and Trustees on 10.12.25 would help to give clarity on the expected roles. **Action: Trustees to book onto the Ofsted Training session on 10.12.2025** It was suggested that, where schools had upcoming inspections, it would be useful for Trustees to visit the school ahead of this to understand and know the school well. TB2210.4 - clarity was being sought on which policy the requirements for DBS checks and frequency of these was included. The Strategy Day notes and actions had also been circulated. These were also approved. SC arrived at 16:40	**MF**
3.	**LGB & Trust Board Update** Trustee Appointment Trustees agreed to appoint Teresa Gardner as a Co-opted Trustee for a second term of office from 08.12.2025. The Members would be advised. **Teresa Gardner, Co-opted Trustee, was appointed for a second term of office.** **Action: Complete the reappointment process for Teresa Gardner.** LGB Appointments & Resignations Trustees reviewed and approved the new co-opted and Trust governor appointments subject to all SCR checks being completed satisfactorily: • Dave Lane, Co-opted, Lipson • Antoinette Davey, Co-opted, St James • Rory Quinn, Co-opted, MAP Primary • Fiona Harvey, Co-opted, Sidmouth • Keith Whitehead, Co-opted, Matford Brook • Inebi Alfred, Co-opted, Lipson • Dan Boxall-Simpson, Co-opted, QE • Alistair Wilson, Trust Appointed, St Luke's • Matt Bindon, Trust Appointed, CEC • Rebecca Courtney, Trust Appointed, Whipton Trustees noted the newly elected parent governor appointment: • Helen Dallimore, Isca (subject to SCR checks being completed) Trustees noted the strength of the candidates. Social media adverts had been helping with attracting potential governors. The links between the Trust Appointed Governors at STJ, STL and WBF were also very positive.	**MF**

	The recent governor resignations were noted, with thanks being extended to those governors for their support. All governors received a letter of acknowledgement from the Trust Chair following their resignation. It was noted that Keith Baker had resigned as Chair at QE. There had been one expression of interest in the role received to date. **Action: Complete the onboarding process for newly appointed governors.** *How do governors get allocated to schools?* A mixture, some request specific a specific school, others are placed where their skills are best utilised. *What are the reasons for resignations?* Usually, it is a change in circumstances. We had some feedback last year from a governor who felt induction was not strong, this has been developed to strengthen the process for governors. Induction training is provided during the year now. The Executive stated that they would prefer all governors to be appointed at the start of the academic year rather than ongoing recruitment during the year. MF advised that this was not always seen as best practice due to the risk of governors leaving at the same time and the volume of work this would create for the Governance Team at a single point in the year. Resignations could be received at any time in the year and if this was adopted vacancies could put undue pressure on other LGB members. Training could be strategically planned to avoid duplication of effort.	 **MF**
4.	**Policies for Approval** <u>Capability of Staff Policy</u> The policy was reviewed. *Is this policy written in connection with an ill health policy?* It is a standalone policy. *It is important to look at non-discriminatory behaviour in relation to performance management along with reasonable adjustments. Are there any support templates for line managers available?* There is a toolkit. The issues linked to equalities are set and this is linked to the wider Trust People Policy which includes managing sickness absence. This could be tightened. *Trustees noted that the reference to neurodivergence not being designated as a disability on the policy cover sheet was incorrect as, under NHS Guidance and Law, this was disability.* We will review this prior to publishing the policy. **Action: Review and consider rewording the sentence related to neurodivergence in the cover sheet.** **Trustees approved the Capability of Staff Policy, subject to the point on neurodivergence being considered and updated.** <u>Equality Policy</u> Thanks were extended to SC and Julie Fossey for their work on developing the policy, Trustees were supportive of the additional positive actions included. *Does this policy include reference to socio-economic background as a category?* This is not a category in the equality act so it would be difficult to monitor. However,	 **Ali M**

	monitoring equity of outcomes for social/economic backgrounds could be referred to. There was wider work to be undertaken around workforce planning. The Trust workforce was currently not representative of the communities served. Supporting leaders to lead in this space was also an area for further development. *Trustees noted that the policy had been written carefully and were supportive of the changes.* **Trustees approved the Equality Policy.** <u>Financial Regulations</u> Trustees approved the Financial Regulations, following recommendation from the Finance & Resources Committee. **Trustees approved the Financial Regulations.** <u>Fire Management Policy</u> Trustees reviewed and approved the policy. **Trustees approved the Fire Management Policy.** **Action: Publish the Policies as per the usual process.**	**MF/Ali M**
5.	**Approval of Trust Annual Accounts 2024-25** Following review and recommendation by the Finance & Resources Committee the Trust Board reviewed and approved the Trust Annual Accounts for 2024-25. A summary document had been shared at the meeting and would be uploaded to Governor Hub for information. The audit had been very positive, with only minor management points raised. There had been no adjustments to the accounts and these aligned with the management accounts. The accounts and letter of representation would be sent to AM and MM for signing electronically by Bishop Fleming. **Trustees approved the Trust Annual Accounts for 2024-25** **Action: submit the TWT Annual Accounts to DfE by the deadline (31.12.2025).** **Action: publish the Annual Accounts on the Trust Website (31.01.2026)** **Action: Sign the Annual Accounts and Letter of Representation** <u>Fusion</u> AM, AW, RJ – Directors of Fusion Fusion had received a clean audit report with no adjustments. The arising surplus had been rebated to the schools. It was noted that bank interest could not be rebated to schools, as this was not part of Fusion's statutory profit. The advice from PHP was for Fusion to gift aid this as a dividend to TWT, no corporation tax would be	**LD** **MF** **AM/MM**

	payable. This was a small amount of £4k. The Fusion Board would need to approve this. *Could this be given to the SWOF instead for a wider charitable purpose?* The SWOF is currently on hold, the money will still need to go to the Trust as a holding company. It was agreed that a future debate on the use of Fusion profits in schools would be useful to increase awareness of where this was being spent. It was also noted that some of the profit was due to vacancies, meaning that services were potentially not being fully provided to schools. Transparency of this would be beneficial. This would be discussed by the Fusion Board. The Executive were invited to attend the Fusion Strategy Day to be part of the discussions. The positives of Fusion were noted, having an understanding of the business was key. *Trustees noted concern about the number of Fusion Board Members who were Trustees. This made managing the conflict of interest and holding to account in meetings difficult.* It was felt that this was the best practice given the status of Fusion being a wholly owned subsidiary. Feedback from the Fusion Strategy Day would be shared at the Trustee Away Day on 11.02.26 Thanks were extended to AW, LD and the Finance Team for their hard work.	
6.	**Executive Team's report to the Trust Board** The report had been circulated in advance. MM and TR gave an overview of the key points. The recent TedFest event had been very positive. CEC had been named as a lead behaviour hub school. This was very positive news. 89 additional children from the Trust had been auto enrolled for FSM. The auto-enrolment would have a very positive impact for schools across Devon. *Trustees noted the amazing positive achievements over the last few months.* *Honiton school received a good Ofsted in May but is now being graded as RI, what are the reasons for this?* TWT expectations are higher than those of Ofsted. There is an intensive support plan in place for the school. *Is the support being positively received at Honiton?* Yes, they are pleased to receive the support and are engaging well. The challenges in East Devon were noted, these included sixth form, SEND and EHE. These were different to those faced in urban schools. The dip from primary to secondary in Exmouth had been noted by the HT at the Education Committee. A place-based plan for Exmouth to help with sustainable improvement would be developed. SEND – continued to be an area of ongoing focus in the sector. *How is TWT preparing for the "new world" of SEND?* Positive work is being undertaken, particularly in primary schools. Having strategic conversations with SEND Hubs, particularly in Devon, will be beneficial. We are setting up a SEND hub through	

	ECC, this is likely to be the model across Devon for small towns. We are doing this in partnership with primary schools in Exmouth, focussing on Year 6 students who would be likely to go to special schools. This will be an all-through approach. There is a tight timescale and limited capital. The long-term goal is for there to be capacity in the SEND hub to do outreach and intervention with primary schools. This is a growth opportunity. *Do we have the space available to do this?* There is space in Exmouth and Sidmouth. It is an opportunity to invest and repurpose part of the estate, where demographics are reducing over coming years. Having local provision would also reduce the costs for transport for SEND children in Devon. *Trustees noted staff survey uptake had been very positive and extended their thanks to the colleagues who had worked on it.* It was a significant response rate, we are currently working on analysing the outcomes. This will feedback to Trustees through the committee cycle of business. The “Listening Through the Storm” report had recently been published by Edurio. TWT had been involved in this with examples from schools. This was a good example of addressing KPIs around parental engagement. It would be beneficial to measure the impact of this. *Trustees noted how far the Trust schools had come since the start of the ‘Reset’ campaign and that this had been a success story. It had enabled TWT to give back to the wider sector and to share learning.* MBA – *Trustees asked if there was an update on MBA.* Plans are still underway, we are unsure of the outcome at this stage but an update is expected soon. MBA remains a strategic risk and also a reputational risk, although we are not responsible for the building project. *Trustees queried how the expected bulge class in primary for 2026 at CEC would be managed?* The admissions policy PAN will be adjusted for when they move to year 7. We are confident that the number of school-aged children in Cranbrook will increase. The plans for a new primary school in Cranbrook may be delayed so we are anticipating further bulges in coming years. Expansion of the current school buildings is possible to take up to 2000 size. This is an ethical and business decision. *Trustees queried why the “communities working together” ambitious goal was expected to be lower for 2025-26?* We have a large number of new families in the Trust this year. Historically, there have been significantly more positive responses from schools who have been with the Trust for more than three years. This is an amalgamation of each school target. We will update on the goals further at the strategy day. **Action: Add review and update of goals to the agenda for the Strategy Day.**	**MF**
7.	**Trust Opportunities Register** The draft opportunities register had been shared for information. This was reviewed. Trustees noted the amount of work that had been put into this. LEM left the meeting at 18:26 The discussion on the Opportunities Register and involving Trustees in guiding the strategic direction of TWT was welcomed.	

	Are the opportunities in priority order within the register? No, not currently. It was agreed that as the Opportunities Register evolved, the opportunities should be prioritised and include an element of scoring. It was important that it did not become a "shopping list". **A full record of the discussion in in Part B of the minutes.** RJ left the meeting at 18:35	
8.	**Spring Away Day Planning** The agenda for the Strategy Day on 11.02.2026 was discussed. MDM would be drafting this. The Annual strategic planning cycle would be shared, after consultation with Headteachers. A review of the updated opportunities register and details of available resources would be included. The EDI/Charter exercise from the autumn term strategy day would be revisited. This should be first on the agenda. **Action: Add EDI/Charter Exercise to the Agenda for 11.02.2026.** JO left the meeting at 18:37	**MF**
9.	**Strategic Risk Register Review** MDM gave an overview of the Strategic Risk Register, there had been no significant changes. There were now two tabs, Strategic and Managed risks. There had been some movement between these. HCC had been added as a strategic risk due to being in the second year of intensive support. Safeguarding was now a managed risk. *Does the safeguarding risk need to be updated following the recent information shared?* We are happy with the action plan and the work that has already taken place. MDM would continue to link with AMW frequently on scoring. The thresholds for changing scores would be agreed. The Education Committee had been reassured that the safeguarding monitoring process was effective. *Trustees asked if Sixth Forms should be on the Risk Register due to the current issues around declining number and outcomes, along with the potential reputational risk?* It was agreed to add Sixth Forms to the Risk Register. **Action: Add Sixth Forms to the Trust Strategic Risk Register.** The positive impact of the changes to the risk register led by MDM were noted.	**MDM**
10.	**Companies House Verification Checks** A reminder was given to those Trustees who had not yet completed their ID verification for Companies House. Guidance had been shared and MF was available to support if needed.	

Items for Information		
INFO	**Audit & Risk Committee Minutes** The minutes of the meeting held on 19.11.25 were shared for information.	
INFO	**Finance & Resources Committee Minutes** The minutes of the meeting held on 19.11.25 were shared for information.	
INFO	**LGB Chairs Group Minutes** The minutes of the meeting held on 14.10.25 were shared for information.	
INFO	**Trust Annual Report 2024-25** The annual report had been launched on the Trust website. A copy was shared with Trustees for information.	
Any Other Business		
	Trustee Escalation Thresholds – MDM had asked for initial feedback by the end of the year. A revised version would be circulated for further discussion once all feedback had been incorporated. The meeting closed at 18:48 **Date of Next Meeting: Wednesday 11 February 2026, Away Day, Great Moor House (times TBC)**	

Signed by the Chair of the Board:

Signed electronically on Governor Hub

Date: 11.02.2026