

Approved Minutes for the meeting of the Auriga Academy Trust Board held on Tuesday 17 December 2024 at 6.00pm at School Clarendon Secondary (RTS Conference Room) and via Teams

Trustees of the Auriga Academy Trust in attendance: Lucinda Christian-Lim (from Item 4), Chris Euden, Lorna Goodwin, Paul Giuffredi, Jonathan Pallas (Chair) and Paul Roberts.

Trustees of the Auriga Academy Trust in attendance virtually: Sarah Baker, Mark Roe and Andy Whiteside.

Trustees of the Auriga Academy Trust absent: Rebecca Gonyora.

Also in attendance: Ivan Pryce (Chief Executive Officer), Susie Connor (AAT Finance Director).
Also in attendance virtually (Items 1-9 only): Jane Curzon (Chair of Strathmore School LGB), Niall Brady (Chair of Clarendon School LGB) and Simon Gordon (Chair of Capella House School LGB).

Clerk in attendance: Julie Adams.

1 Welcome, apologies, declarations of interest and items from the Clerk

- 1.A The Board of Trustees **noted** Rebecca Gonyora had given apologies and **agreed** to consent to her absence.
- 1.B The Chair **reminded** all members of the Board that they must abide by the Auriga Academy Trust Declarations of Interest Policy and should declare if they have an interest in any matter that comes before them. There were no declarations made.

2 Minutes

- 2.A The Board of Trustees **received** the draft minutes of the meeting held on 17 October 2024 [[Board-24-3-02A- Previous Draft Minutes 171024.pdf](#)] and **approved** them as an accurate record of the meeting.
- 2.B The Chair **explained** that he had been delayed in reviewing the dates and times of
- 2.C of the meeting dates and timings for Board and Committees and would do so before the March meeting. **(ACTION)** The Board of Trustees **noted** all other actions arising from the last meeting had either been completed or where on the agenda for this meeting.
- 2.D The Board of Trustees **received** and **noted** a Chairs Resolution for Urgent Repairs 22 November 2024 [Board-24-3-02D Resolution Capella House Urgent Repair 221124.pdf](#). The Board of Trustees understood the need for the resolution and suggested that revisions need to be agreed to raise the authorisation limits for the CEO. The Finance Director **explained** that current sign off limits for the CEO had been raised as a point from the internal auditors as being too generous.
- 2.E There were no other matters arising that are not covered elsewhere on the agenda.

3 Performance Management Process

The Board of Trustees **noted** the appraisal process of the CEO, HT's and Finance Director had been completed.

The Chair **explained** that following his involvement in that process, he drew some proposals together to ensure the process is clear and consistent. These were discussed with the Pay Committee. The proposals also clarifies the CEO's role as line manager. These proposals will be shared with appraisees as well as with the LGB Chairs for input in relation to Headteachers. **(ACTION)**.

4 CEO Report

The Board of Trustees **received** a report from the CEO [[Board-24-3-04 CEO report](#) and [Board-24-3-04 CEO report-CONF.pdf](#)]. The Board of Trustees **noted** that the Chair has posed questions in advance of the meeting and the responses had been shared with all Trustees. The CEO presented the report and invited questions.

4.A General Update

4.B Risk Register and commentary

The Board of Trustees **asked** for clarification from the CEO on the figures presented in the table in [Chair Questions to CEO re Report.pdf](#). The CEO **explained** that this was an anonymised selection of the top three highest and lowest funding differences for pupils by each school to illustrate the challenges in getting the pupil funding correct. The Board of Trustees **noted** the significantly wide variations and that there had been no methodology provided as to how AfC were calculating the values. The Finance Director has been working with AfC to review individual cases but this is not addressing the problem. Whilst the figures demonstrate a wide range of outliers the total income amount is almost the same as expected. To try and resolve the issue AfC will be supporting training to enable Auriga staff to understand what influences the 'inputs' to the system. Meanwhile the Director of Therapies is also undertaking a review to quantify the level of therapeutic input pupils have. This is not reflected in the Carecalc figures as it is funded by the Integrated Care Board. This affects Capella House School predominantly.

The Board of Trustees **asked** if parents had been made aware of the (Carecalc) changes to the banding. The CEO **confirmed** that AfC are keen that Annual Reviews are only to discuss the support needs of the pupil and funding should not be discussed at Annual Review. It is up to the school and LA to agree funding.

The Chair of Strathmore School LGB **informed** the Board that at the last AFC Directors Termly briefing, it was advised that parents could ask to know what Band their child was on. She noted that there had been a section on the Carecalc implementation and status update. She would share the briefing notes. **(ACTION)**

The Finance Director **re-confirmed** that funding for 2024-25 was secure and that the risk was to 2025-26 funding. She **hoped** to ensure that education approach and work on the specificity of the annual reviews would be completed this year and that all disparities

would be addressed by the end of this academic year. This will be a key topic at the Liaison meeting with AfC on the 14 January.

4.C Pupils

4.D Tangley Park

The Board of Trustees **thanked** the CEO for aligning the update with the original principles and asked if there had been a reduction in management time. The CEO **confirmed** that there had been a reduction as initial unforeseen issues had now been resolved. The Finance Director **confirmed** that the invoice sent was circa £2,500.

The Board of Trustees **agreed** that Auriga Academy Trust had made the right decision for the pupils there. The CEO **advised** that this was also a good development for the Trust and highlighted their good practice with setting up the Darrell Campus. The Board of Trustees **discussed** the planned opening for the new Beckmead School which the CEO advised had not yet been confirmed. The Board **expressed concern** that keeping this attached to Capella House School might distract future Ofsted Inspection teams, similarly to how Gateway was a distraction for Clarendon School.

4.E Safeguarding Update

The Board of Trustees **queried** the general increase in trend of sexualised issues. The CEO **explained** that recording of these incidents does not necessarily reflect the intent of the pupil. For example, 'grabbing' by a Strathmore School pupil is likely to be random and accidental but in Capella House School it was more likely to be deliberate. He **confirmed** that some of the issues related to one pupil who has not been placed in the correct school. He **advised** that both Capella House and Clarendon Schools had brought in external specialists to work with their students on sex and relationship education.

4.F Staffing

The CEO **advised** that there had been a successful recruitment for a Speech and Language Therapist. The Board of Trustees **enquired** if the maternity cover would leave a significant gap. The CEO **advised** that a US-based speech therapist who had kept in contact with the Director of Therapies following a visit to the school had been recruited. This due to one of the two 'sponsored Visa' allocation positions becoming vacant. She will join in the spring term.

4.G Trust Strategic Objectives

The Board of Trustees **asked** if was there any objective which was at risk, delayed or not as far forward as had been hoped. The CEO **explained** that due to changes to the team, the Director of Therapies was not as far forward with Outreach as she had hoped as she had needed to be more hands-on delivering therapy due to the vacancies in her team. He will invite her to attend the next Board meeting to deliver an update on the Outreach project (**ACTION**). The Board of Trustees noted that she had experience of expanding Outreach in her previous role.

The Board of Trustees **noted** that there are a number of exciting opportunities for the schools to 'expand' capacity, but suggested that this does not currently fall explicitly into the oversight of any of the Committees including LGB's. The Chair **advised** that he had discussed this with the vice-chairs ahead of the meeting and suggested that a small working group is formed to focus on this Trust objective. Its terms of reference would include evaluating growth projects, ensuring the correct specialist support is accessed and that there is a clear plan around workstreams and timelines. The Chair **proposed** that the group remain small and proposed that this could be formed of the Chair and Vice Chairs and CEO and Finance Director. Lucinda Christian Lim **advised** that she would be interested in also joining this group dependent on time commitment. The Board **agreed** to set up a growth working group (**ACTION**).

4.H Staff Training including approval of the Staff Training Proposal.

The Board of Trustees **invited** the Chairs of the LGB's to feedback on their discussions at their meetings.

The Chair of the Strathmore School LGB **advised** that they were in agreement with the proposal. She **noted** that this would impact the workload on SLT to plan and deliver the INSET professional development. She highlighted the view confirmed at the Chairs Network meeting that this would be reviewed and agreed each year. There had also been concerns about staff consultation in the proposal and how it would affect part time staff.

The Board **noted** that the focus of the professional development offered would be an operational decision for each Headteacher, based on their self-review and school development priority setting process. Their plans will be approved by the CEO and clear measurable outcomes for pupils will be set. The Board **agreed** that a report on the of the impact of this change would be undertaken at the end of the academic year 2025-26 as detailed above.

The CEO re-confirmed that there would be review of the impact at the end of the first cycle in Summer 2026 and that Headteachers had been in favour of this when it was first proposed. He re-iterated the intent that these development sessions must meet the needs of the school and support the School Development Objectives. The Board of Trustees **agreed** that it was important to review what happened during the three additional days, that were measures to assess the extent to which skills or knowledge were acquired as a result; then that those skills and knowledge changed behaviours, possibly through anecdotal evidence from appraisals etc and that positive outcomes were achieved.

The Chair of the Capella House LGB **advised** that they had discussed most of the points already covered. He added that the effect on parents was important and although their parent governor felt it would be useful, he was aware that others would have to juggle childcare arrangements. Referring to the earlier discussions he **suggested** that the Carecalc training for teachers may be useful to deliver during these additional days.

The Board **noted** the concerns raised about more vulnerable students and families during an extended half term and committed to actively considering how they and schools might mitigate the impact on families seeking support. The Board of Trustees **noted** that there may be a subset of families unable to access holiday club provision etc. In addition, there may be some which will lead to financial hardship as they may be unable to access universal infant or free school meals. The CEO **advised** that he would support Headteachers in helping families in these situations. **(ACTION)**

The Chair of the Clarendon School LGB **expressed concerns** about parts of the consultation, specifically that the number of responses was low because the consultation period was too short and not communicated well enough with reminders issued. The Clarendon School LGB felt that that they could not make the same decision as other LGB's on behalf of the Clarendon School community, although they did agree with the principle of additional INSET days. The Board of Trustees **challenged** the LGB's view and **noted** the concerns. The Board of Trustees **accepted** the Clarendon School LGB wish to re-run the consultation. The Chair of Trustees **reiterated** that the Board were committed to the process of consultation rather than just mandating decisions. The Board of Trustees **agreed** that the Chair of the LGB and CEO would liaise to determine what, if any, elements of the information provided should be added to and to agree the process and timeline for this to be done, with the LGB taking responsibility for organising the secondary consultation. **(ACTION)**. Due to the need to undertake this further consultation, Clarendon term dates will remain unchanged for 2025/26. The Board of Trustees **noted** that Strathmore School and Capella House School term dates would be set as proposed per the CEO's consultation.

The Board of Trustees **agreed** to review the Confidential paper at the end of the meeting.

Supporting Papers – [4D 22.10.24 – Meeting Notes – Tangle Park Management Board.pdf](#), [4D Tangle Park and Auriga Trust Links Nov 24.docx](#) [Consultation Responses for LGB and Letter](#).

5 Approval of the Annual Accounts and arrangements for the AGM

- 5.A The Board of Trustees **received** the annual accounts, [external audit report and management response](#) and recommendations from the Finance and Resources and Audit and Risk Committees

The Board of Trustees **noted** that they had met with the external auditor on 10 December 2024 without management present. This had been a very positive meeting, and the audit points raised were discussed. The Trustees were satisfied with the Trust's approach to these and required no further action than proposed in the management response. Several Trustees noted that this was, from their experience a very 'clean' audit and thanked the Finance Director for her, and her team's competence in delivering this.

The Board of Trustees **noted** that communication between the external auditor and Finance Team had not been as smooth as in previous years. This had been raised with the External Auditor who advised this was the result of changes to human behaviours

following the introduction of new software that they were embedding and would be reviewed.

- 5.B The Board of Trustees **approved** the Annual Accounts for 2023-24 and **agreed** that the Chair of Trustees and Accounting Officer can sign them to be submitted to the EFSA before 31 December 2024 and lodged with Companies House.
- 5.C The Chair of Trustees **advised** LGB Chairs that he would be willing to prepare a brief overview of the financial health of the Trust for them or their governors should they require it. **(ACTION)**

Supporting Papers – [Questions from the Chair 2023-24 Annual Accounts.pdf](#)

6 Finance

The Board of Trustees **received** the P3 Management Accounts and noted the questions from the Chair of the Finance and Resources Committee and Finance Directors responses.

The Board of Trustees **noted** that the in-year budget was £79k better than forecast, however, this was due to timing and vacancy levels. The Finance Director **explained** that there is currently a high level of sickness absence and there has been a drop in pupil numbers (6 leavers). Whilst it was expected these places would be filled there would always be a delay and therefore a further risk to income.

Supporting Papers: [06 Questions from the Chair P2.pdf](#), [6 CareCalc Memo 5.12.24.pdf](#)

7 Governance

- 7.A The Board of Trustees **noted** the Articles of Association have been approved by the DfE and Members and lodged with Companies House .
- 7.B The Board of Trustees **acknowledged** the Governance Development Plan for 2024-25 would be drafted. The Chair of Trustees **advised** that governance activities are continuing without the plan, and he would discuss this with the Governance Professional before the next meeting. **(ACTION)**

The Chair of the Strathmore School LGB **commented** that it is helpful to have sight of the Trust governance development plan to align their own to it. The Chair of Trustees **advised** that this would be aligned with the strategic plans of the Trust and will be circulated at the end of the Summer Term.

- 7.C The Board of Trustees **noted** that there had been success in recruiting Members – one from a senior banking position, one senior leader from an independent school, one CEO of a larger MAT and a current governor who would be stepping down from the school. The Governance Professional **advised** that one of the new Members would be fully remote and requested that the Board agrees to permit their identity documents be reviewed remotely to process their DBS. The Board of Trustees **agreed**.

8 Committee Summary Reports

- 8.A The Board of Trustees **received** the summary reports from the Committee Chairs [Board-24-3-08A Committee Chairs Summary Reports.pdf](#).
- 8.B There were no matters arising from the summary reports that have not previously been discussed.

Supporting draft minutes for noting

- Pay Committee – 6 November and 10 December 2024
- Audit and Risk Cttee and Finance and Resources Joint Meeting – 10 December 2024
- Finance Committee -19 November 2024
- Clarendon School LGB, 27 November 2024,
- Capella House School LGB, 27 November 2024
- Strathmore School LGB, 25 November 2024

9 Approval of Policies / Statements **p CEO – 5 mins**

The Board **received** the [Board-24-3-09 Policy Change Summary for Board December 2024.pdf](#) (Folder [Policies for Approval-Noting](#)) and **approved** the following policies, including delegation and review cycle, subject to some minor typological amendments.

- 9.A Board-24-3-09A AAT Teachers and Leaders Performance Appraisal Policy Dec24
- 9.B Board-24-3-09B Whole School Pay Policy
- 9.C Board-24-3-09C – AAT AI Policy EDH24 (NEW)
- 9.D Board-24-3-09D AAT Homeworking Policy SC24 (NEW)
- 9.E Board-24-3-09E AAT Gift Receiving and Giving Policy AAT24 (replacing Gifts and Hospitality Policy)

The Board **noted** the following policies approved by the CEO since the last meeting.

- 9.F Board-24-3-09F AAT Performance Management Policy for Support Staff EDH24
- 9.G Board-24-3-09G AAT IT Security and Acceptable Usage Policy EDH23
- 9.H Board-24-3-09H AAT Anti-bullying and Harassment Policy SHR24

The Chair of Trustees **thanked** representatives from the LGB's for their attendance and requested they leave as an item of confidential business needed to be discussed.

4 CEO Report to Trust Board

See Confidential Appendix A to these minutes.

10 Review impact and planned actions

The Board of Trustees **noted** the extensive discussions regarding Carecalc, funding and the INSET consultation.

The Board of Trustees **noted** the actions arising from the meeting.

Number	Extract	Owner	Due Date
1	Proposal to amend the paperwork and process for the Performance Appraisal of the SLT	JP	01/01/24
1	Chair and Governance Professional to review dates and times of Committee meetings	JP / JA	asap
2	Chair of Trustees to share proposals for changes to the Performance Management Process for Trust SLT and feedback requested	JP/ IP/ LGB Chairs/ Trustees	05/03/25
3	Chair of Strathmore LGB to share the meeting notes from the Directors Termly briefing with Trustees	JC	asap
4	The CEO would invite the Director of Therapies to present at the next Board meeting on Outreach	IP	05/03/25
5	A Growth working group to be set up (JP, PR, AW, IP + Poss LCL)	JP	ASAP
6	CEO to support Headteachers to explore support for families seeking support due to the agreement of additional INSET Days in October half term.	IP	ongoing
7	Chair of the LGB and CEO would liaise to determine what, if any, elements of the information provided for the INSET day proposal should be added to and to agree the process and timeline for this to be done, with the LGB taking responsibility for organising the secondary consultation	NB/ IP	ASAP
8	LGB Chairs to advise the Chair if they, or their governors require an overview of the financial health of the Trust	SG /NB/ JC	ASAP

11 Confidentiality

The Committee **agreed** that the discussion at the meeting, the background papers, and any reports identified as confidential above and associated confidential minutes, should remain confidential and be excluded from the published minutes and papers.

The date of the next meeting of all Trustees is the **AGM (TBD)**.

The date of the next Board meeting is **12 March 2024**

Jon Pallas
Jon Pallas (Mar 31, 2025 14:55 GMT+1)

Jon Pallas

31/03/25


Board-24-3-00 Approved Minutes 171224

Final Audit Report

2025-03-31

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