

Approved Minutes of the meeting of the Auriga Academy Trust Board held on 22 October 2025 at 6.00pm at School Clarendon Secondary (RTS Conference Room) and via Teams

[Link to Teams Meeting](#)

[Board-25-2 221025](#)

Items in square brackets are references to documents related to this agenda found in the folder Board-25-2 221025.

Trustees of the Auriga Academy Trust in attendance: Sarah Baker, Lucinda Christian-Lim, Jane Curzon, Paul Giuffredi, Jonathan Pallas (Chair) and Andy Whiteside.

Trustees of the Auriga Academy Trust in attendance virtually: Rebecca Gonyora.

Trustees of the Auriga Academy Trust absent: Chris Euden.

Also in attendance: Susie Connor (AAT Chief Operating Officer), Ivan Pryce (AAT Chief Executive Officer), Kerri Morgan (AAT Director of Therapies- Items 1 and 2 only) and Niall Brady (Chair of Clarendon School LGB – virtual).

Clerk in attendance: Julie Adams.

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

- 1.1 The Board of Trustees **noted** that apologies for absence had been received from Chris Euden. The Board of Trustees **agreed** to consent to his absence.

The Board of Trustees **received** apologies from Asif Mullan and Chris Buckley-Reynolds, Chairs of the Capella House and Strathmore Schools Local Governing Bodies.

- 1.2 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 Presentation

The Board of Trustees **received** a presentation from Kerri Morgan, Director of Therapies

The Director of Therapies **provided** an update on staffing, noting the return of a lead speech and language therapist (SaLT) from maternity leave and the resignation of a junior Occupational Therapist (OT). It was reported that recruitment for the OT post, at NHS Band 6, was challenging; an offer had been made to one candidate who subsequently declined, and a trial for a second candidate was planned.

The Director of Therapies **reported** that a Therapy Assistant has commenced a four-year OT apprenticeship with London South Bank University, funded via the government's

Apprenticeship levy, which was viewed as a positive development for long-term retention. The Board of Trustees **asked** if there was a “clawback” arrangement in place for apprenticeships funded by the Trust. The COO **clarified** that clawback arrangements are not permissible for apprenticeships and equally there is no obligation for the Trust to employ an apprentice upon qualification.

New developments were presented, including the installation of large, durable communication boards in all Trust playgrounds to support pupil communication. It was noted that boards have also been pre-ordered for the two new sites. The Board of Trustees **asked** if parents would be advised of the new boards. The Director of Therapies **explained** that this would be announced in the Therapies Newsletter after the half term break.

The Director of Therapies **reported** on hosting OT students from Roehampton University and upcoming placements for SaLT students from City, University of London and University College London. This initiative is intended to raise the Trust's profile and aid future recruitment. The Board of Trustees **asked** if student placements were for specific schools or across the whole Trust. The Director of Therapies **explained** that students were on a rotational placement of two weeks in each of the three schools to gain a broad experience.

An update was given on the Interoception curriculum, which will be launched at Strathmore's Primary campus in January following a successful trial. The programme helps pupils recognise internal body signals, leading to improvements in self-regulation and a reduction in for example toileting accidents.

The Director of Therapies **noted** she had joined a professional network of health leaders in special education across Richmond and Kingston, established by the Richmond Designated Clinical Officer (DCO), Debbie Lovey, to foster collaboration and share resources. The Board of Trustees **suggested** that the relationship with the Kingston DCO could also be leveraged to promote the Trusts therapy services to other schools, which the Director of Therapies agreed to do **(ACTION)**.

The Board **noted** the results of a therapy report audit conducted with the Richmond Designated Clinical Officer (DCO). The Director of Therapies **advised** that while most reports were rated 'good standard', an OT report from Strathmore was deemed 'inadequate'. This was attributed to a less-detailed reporting framework and targets that were not sufficiently personalised or meaningful for families. A new, standardised report format has since been developed and approved, which addresses the issues identified and is also more time-efficient for therapists. The Board of Trustees **asked** if the audit had revealed new information or simply confirmed existing knowledge. The Director of Therapies **confirmed** that the audit had largely validated her own understanding of the areas needing development, and that having this confirmed by an external party was very useful.

The Director of Therapies **detailed** recent outreach developments, including being commissioned by Richmond on Thames School for therapy services for £8,000, providing staff training at Fernhill Primary School, and finalising a £4,000 support package for WEMMs Education Centre. It was also noted that student placements generate income, with a recent summer placement earning nearly £2,000. The Board of Trustees **asked** how the outreach

connections with Fernhills and Wemms were initiated. The Director of Therapies **explained** that the connections were established through existing professional relationships; the SENCo at Fernhills is a former Trust teacher and the connection with Wemms was facilitated by another member of the Trusts leadership team.

Future priorities for the therapy team were outlined, including expanding the outreach offer, planning for the integration of in-house Speech and Language Therapy at the new sites, and rolling out a learner-centred outcomes approach across all schools.

The CEO **reported** that Achieving for Children (AfC) is considering commissioning the entire Speech and Language Therapy service to the Trust, similar to the current Occupational Therapy arrangement. While this presents a positive opportunity, the funding has not yet been established. A meeting with AfC and the local Integrated Care Board (ICB) is scheduled for the next half-term to discuss this further (**ACTION**).

The Board of Trustees **thanked** the Director of Therapies on her comprehensive report and significant amount of work that has been accomplished since she joined the Trust. The Chair **asked** the Board of Trustees asked if the annual cycle of reporting from the Therapies team met the requirements of Trustees. The CEO **added** that updates would be provided regularly as part of his CEO report and also given the future potential significant decisions regarding providing in-house commissioning of all Speech and Language Therapy. The Board of Trustees were content with this cycle of reporting.

3 Minutes

3.1 The Board of Trustees **noted** a Chairs Written Resolution to the approve the replacement of boilers at Strathmore School. *Board-Res-25-01 Strathmore School Boilers - signed.pdf*

3.2 The Board of Trustees **received** the draft minutes, and confidential minutes of the meetings held on 18 September 2025 and 14 October 2025 and **approved** them as accurate records of the meeting. *Board-25-2-03.2 Draft Minutes 180925, Board-25-2-03.2 Draft Minutes 180925-CONF and Board-25-2-03.2 Draft Minutes 141025-CONF*

3.3 The Board of Trustees **noted** the completed actions from the previous meeting

Number	Extract	Owner	Due Date
1	Share the approved Memorandum of Understanding (MOU) with the Local Governing Bodies (LGBs) for Clarendon and Hampton for their information.	IP	Completed – Str November
2	Provide more detailed summary reports from the different schools, covering pupil progress and external accreditation, at the next Standards and Effectiveness Committee meeting.	IP	Completed
3	Investigate the issues with art moderation and ask the art teacher to gather information on whether these issues are widespread.	IP	Completed
5	Conduct an in-depth review of the new Table of Delegation (Scheme of Delegation) to ensure it aligns with the Trustees' requirements and preferences, and to simplify it where possible by extricating items already covered in policies.	Governance and Nominations Committee	Completed

3.4 The Board of Trustees **noted** the incomplete actions below, including Action #8 from the Confidential minutes of the meeting on the 18 September and Action #2 from the

meeting on the 14 October 2025 are incomplete. The Board of Trustees **noted** that these would be updated when available and considered them closed.

Number	Extract	Owner	Due Date
4	Follow up any actions required by the ICO.	SC	No update at present.

3.5 There were no other matters arising that were not covered elsewhere on the agenda.

4 Requested Decisions

The Board of Trustees considered specifically requested decisions:

- 4.1 **Working Group:** adopt the board appointment process outlined in the attached paper and start the process of expression of interest for completion by 12 Dec. *Board-25-2-04.1 NewCo Trust Board Proposal*

The Chair **introduced** a paper from the working group which outlined the proposed process for creating the new board for the X, Y, Z trust. The proposal aimed to establish a board with equal representation from both trusts and to initiate the expression of interest process for current trustees.

The Chair **explained** that although the merger was scheduled for September 2026, the new board needed to be established sooner to guide necessary governance improvements at the partner trust and to make forward-facing decisions for the new combined entity.

It was **clarified** that the board appointment proposal, which had originated from Auriga members of the working group, would involve removing trustees with the longest service to achieve a workable board size. However, as the four longest-serving trustees from the partner trust had indicated their intention to step down, this would result in a balanced, 50/50 representation, which was important for demonstrating a fair process to the Department for Education (DfE)

A Trustee **enquired** if there would be Parent Trustee representation on the new Board. It was **noted** that there was an opportunity to improve governance arrangements through the formation of a new, combined board which could address specific matters such as a parent trustee election process.

A Trustee **asked** a question as to how and when the skill mix of the new board would be assessed. The Chair **explained** that the DfE requires a skills assessment to provide evidence that the combined board is fit for purpose. Although the combination of two skilled boards is presumed to result in a skilled board a formal skills assessment will be conducted as part of the expression of interest process.

The Chair **encouraged** all trustees to put themselves forward for the new board, noting the value of their skills for managing the more complex combined trust. The Chair **confirmed** that he and another Trustee intended to do so. A Trustee **informed** the meeting that she may consider resignation due to plans to emigrate but was attempting to see if the logistical arrangements could be made to enable her to remain until the merger is completed

The Board of Trustees **agreed** to adopt the board appointment process as outlined in the circulated paper and to commence the expression of interest process, for completion by 12th December **(ACTION)**.

- 4.2 **Governance and Nominations Cfttee:** approve the statement to be included with the Annual report and Accounts.

The Governance Professional **explained** that the Trustee report and Governance statement, needed to be submitted by 5th November. It was **noted** that the submission deadline was 5th November, that the CEO, COO and Governance Professional had already reviewed a copy, and that the Chair's input had been requested.

The Board of Trustees **agreed** to review, finalise, and approve the Trustee report and Governance statement offline during the half-term period. **(ACTION)**

5 CEO Report

The Board of Trustees **received** a report from the CEO *Board-25-2-05 CEO report*.

The CEO **presented** a new format for his report and invited comments and questions. The Board of Trustees **expressed** strong approval for the new structure of the CEO's report, which was found to be clearer, help focus on important matters, and improve trustees understanding of the data

The Board of Trustees **asked** a question regarding confidence in the Trust's cyber security measures, particularly in light of recent attacks on other educational establishments, and whether any penetration testing had been conducted. The COO **explained** that a new trust-wide IT provider was in place, whose cyber security was a key selection criterion. Cyber security had been a focus for internal scrutiny at the Audit and Risk Committee. The new IT provider is conducting an audit to address any weaknesses before the next internal audit on cyber security in May. An interim solution was also being implemented to enforce two-factor authentication. The Chair **advised** that he would discuss with a colleague who was a subject matter expert for additional advice **(ACTION)**

The Board of Trustees **asked** if there was any benchmarking against other Trusts regarding penetration testing. Penetration testing had been investigated but was found to be prohibitively expensive, with a quote of £30,000. The Trust is also planning to send out spoof phishing emails to test and educate staff. The CEO **added** that, as with GDPR, the weakest link is often people.

Following a question, the CEO **provided** details on a pilot collaboration with Capella and Richmond upon Thames College, which supports school leavers transitioning to college with a hub providing staff for pastoral and therapy assistant support. This aims to reduce the risk of students dropping out. An application for DfE funding had been made to use this collaboration as a model for interventions in other colleges. The Board of Trustees **commented** that the collaboration with Capella and Richmond College was 'really good inclusive practice' for preparing students for adulthood.

The Board of Trustees **discussed** staff satisfaction and retention. The Board of Trustees **asked** whether the Trust had identified the specific factors contributing to high staff satisfaction, noting this would be important to maintain through a future merger. The CEO **confirmed** that detailed information, including comments and examples, is available from staff surveys at the school, which are reviewed by the LGB's and that responses to the merger consultation will highlight any areas for concern to be addressed from staff. A Trustee **advised** there are five routine questions used by many sectors to elicit employee engagement scores and advised he would share these with the CEO **(ACTION)**.

The Board of Trustees enquired whether the staff churn rate of approximately 25% was considered good or bad for a Trust of this nature. The CEO stated that year-on-year comparison is the primary benchmark, as comparable data from the DfE is not available. The COO added that the highest churn is among Teaching Assistants at Strathmore, which reflects the nature of the role and a younger, more fluid workforce. It was noted that the Trust is seeing a higher churn rate among younger Teaching Assistants, particularly at Strathmore School, which reflects the nature of the role and a younger, more fluid workforce.

The Board of Trustees **noted** significant improvements in staff sickness absence, with performance now better than the DfE average. The Board of Trustees **observed** this was a positive reflection of staff satisfaction and a happier culture. The COO **credited** the HR team for their efforts in monitoring and managing sickness absence, which included implementing a new system and driving the shift in culture. The Board of Trustees **asked** if an increase in sickness absence at Strathmore School was correlated with recent leadership changes. The CEO **responded** that no such pattern had been identified from the data or from feedback. He noted that the new Headteacher was meeting with all staff and anecdotally they were feeling listened to.

The CEO **confirmed** that feedback would be sought from parents regarding the new two-week half-term break after its first instance. **(ACTION)** It was clarified that school term dates for the 2026-27 must be agreed before the impact of the additional INSET days can be evaluated. Therefore, by default, the trial would run for two years.

In response to a **request** from the Chair, the CEO **confirmed** that all schools produce a 'You Said, We Did' summary of actions following parent surveys and that he would share hyperlinks to these **(ACTION)**.

The CEO **stated** that the recruitment for new Centre heads was expected to attract a number of good quality internal applicants.

Following a discussion the Board of Trustees **noted** that during a pilot Ofsted inspection at another school it was suggested that inspections for non-volunteer schools would be unlikely to commence until the spring term. The Chair also drew attention to a thought-provoking CST paper on whole trust inspections, which was linked in the CEO's report and recommended all trustees read it (**ACTION**). The Board of Trustees **asked** if any Teaching Unions campaigns encouraging members to write letters about the negative health impacts of Ofsted inspections had resulted in any letters being received by the Trust. The CEO **confirmed** that no letters had been received. He **added** that the new Ofsted framework places a significant emphasis on supporting school leaders' wellbeing during inspections

The Board of Trustees **noted** the proposed term dates for 2026-27 presented in the CEO report and agreed them following clarification of the typological errors relating to the year of the Autumn term.

The CEO **reported** that to date there were 11 responses to the merger consultation. These initial responses had been very constructive. One parent had asked why they had not been informed before, which was a common theme. The Board of Trustees **acknowledged** that a consultation may be perceived to be 'late in the process' but as a Board they have a duty to ensure they are confident such a change would be in the best interests of the pupils prior to a wider consultation.

Following a **question** relating to face-to-face meetings regarding the consultations, the CEO **explained** that this would be difficult to arrange across 14 sites. He **explained** that after the half term break the responses would be reviewed the FAQ's updated and these would then be reshared. There would then be a 'countdown' to remind people to respond.

The Board of Trustees **noted** that Coombe Academy Trust are using the same prompt questions, and the Auriga strategy group would consider the responses. The Parent Trustee **advised** that while there was 'chatter' about this on the parents' groups on social media there did not appear to be any 'panic'. The Chair of Trustees had received one email from a governor who had expressed his concerns. The CEO **noted** this and **advised** that all groups should be encouraged to feedback through the consultation.

Supporting Papers:

6 Finance

- 6.1 The COO **apologised** for the absence of the management accounts for period one,
- 6.2 explaining that the start of the term had been busy. Priority had been given to finalising the year-end results and addressing queries due to a change in external auditors. The COO **confirmed** that the Board had received the year-end results and that the Finance team was now working on the revised budget, which is based on actual pupil and staffing numbers. The COO **advised** the revised budget was still being fine-tuned, but that she would give a verbal update addressing the main points. The management accounts for P1 would be shared as soon as fully reviewed (**ACTION**).

The COO **reported** that Capella and Clarendon schools were in line with staffing budgets. Clarendon School had reduced its headcount by four, and initial indications of the impact suggests that this had resulted in a more cohesive team at primary. Strathmore School had been asked to reduce its headcount by four but was currently over by 3.4 heads; the revised budget reflected these actual staffing levels, creating an adverse variance.

The COO **noted** that pupil numbers were down by a total of ten across the Trust, which had significantly reduced income. Strathmore School had 108 pupils against a committed 112; the CEO had reviewed this and agreed 108 was appropriate for the current class structure. Capella House School was down by three pupils and Clarendon School by four. The Board of Trustees **asked** if the Trust was required to hold places for pupils during the tribunal process. The CEO **explained** that if the Trust is directed by Achieving for Children (AfC) to keep a space open for a child, that placement is invoiced to and funded by the local authority.

The COO **explained** that the net impact on the revenue side was a reduction of approximately £54k. The Board of Trustees asked if the budgeted revenue was based on CareCalc bandings. The COO **clarified** that the original budget had not initially accounted for the Carecalc banding changes, however, this figure did now include additional income from banding increases agreed at the end of the previous year, which had now been paid.

Regarding capital expenditure, the COO **reported** that two projects had been carried forward from the previous year, contributing to an adverse movement of £62k. Additionally, a provision of £30k had been made for a potential boiler replacement at Clarendon Primary, for which an initial quote had been received.

The COO **summarised** that the total adverse movement in the budget was approximately £120k. Consequently, the projected overspend had increased from the originally budgeted £123k to £240k. It was hoped that a significant portion of this could be clawed back through potential new pupil placements and the expected staffing reductions at Strathmore School.

The COO **requested** the Board approves urgent health and safety asphalt works at Clarendon Primary. The cost was noted to be below the £25,000 threshold, and the work could potentially be completed over the half-term break. The Board of Trustees **agreed** that this could be delegated as a written resolution as per the Finance Policy, subject to her satisfaction with the quotes and the necessity of the work **(ACTION)**.

Supporting Paper: Questions from the Chair P12

7 Committee Summary Reports

7.1 The Board of Trustees **received** the summary reports from the Committee Chairs *Board-25-2-07.1 Cttee Summary Reports*

The Chair **thanked** the Clarendon School LGB for submitting their report and reassured them that their comment on the need for a change manager or project professional to be involved with the merger was an ongoing topic of discussion with the working party, that both sides were in agreement with this course of action, and that an announcement was expected in the near future.

7.2 There were no other matters arising from the Committee Summary reports.

Supporting draft minutes for noting

- Pay Committee 7 Oct 2025
- Standards and Effectiveness – 09 Oct 2025
- Clarendon School LGB - 01 Oct 2025,
- Capella House School LGB - 30 Sept 2025
- Strathmore School LGB - 29 Sept 2025

8 Approval of Policies / Statements

The Board of Trustees **queried** whether the IT Acceptable Use Policy sufficiently addressed the increasing use of Artificial Intelligence (AI). The COO **clarified** that a separate AI policy exists and is being updated by a working party with the Headteacher at Capella House School and Assistant Head at Clarendon School. Following recommendations from the Data Protection Officer (DPO), the updated policy will include a list of approved AI tools and a mechanism for staff to declare voluntarily which tools they are using. This allows for assessment, with a prohibition on tools that use personal data. The update, originally planned for November, was delayed but is scheduled for discussion after the half-term break.

The Board of Trustees **asked** if it was feasible to bar certain AI domains to control usage. The COO **explained** that barring specific domains is difficult due to firewall limitations. The primary focus is on providing clear guidelines to staff, with a particular emphasis on not using personal data with any AI tool until its data storage location has been verified.

The Board of Trustees **approved** the following policies and procedures and noted the other policies approved since the last Board meeting in *Board-25-2-08 Policy Change Summary*

- 8.1 AAT IT Acceptable use policy EDH25
- 8.2 AAT Special Category Data policy EDH25
- 8.3 AAT Emergency Safety Policy including clubs
- 8.4 Teachers and Leaders Performance Appraisal Policy Oct 25
- 8.5 AAT Capability Policy SHR25

Supporting Papers: Policies for approval

9 Review impact, planned actions and agree feedback to the LGBs

The Governance Professional **reminded** Trustees who had not yet logged into Companies House to complete their ID verification by the deadline of 18th November. It was **noted** that

both a laptop and a mobile phone were needed for the verification process, and the Governance Professional **clarified** that trustees must ensure the name on their passport matches the one registered with Companies House. **(ACTION)**

The Board of Trustees **commended** the significant work on therapy outreach, recruitment retention and reduction in sickness absence and the new format of the CEO report.

The Board of Trustees **noted** the actions to reduce in-year budget deficit and this area will continue to be closely monitored.

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

Number	Extract	Owner	Due Date
1	DOT and CEO to meet with ICB regarding SaLT commissioning	IP / KM	asap
2	DOT to approach the Kingston DCO regarding therapy services	KM	asap
3	Trustees to indicate to Chair willingness to remain on the Board of any merged Trust	All	12/12/25
4	review, finalise, and approve the Trustee report and Governance statement offline during the half-term period	All	05/11/25
5	Chair to contact colleague regarding advice/ expertise on cyber security	JP	asap
6	Chair to share 5 questions used in other sectors with CEO to gauge employee engagement	JP	asap
7	Feedback from parents regarding two week half term to be requested	IP	25/11/25
8	Links for 'You said we did' summaries from parent and staff surveys to be shared with Trustees	IP	asap
9	Read CST paper on whole Trust inspections	All	asap
10	Management Accounts for P1 and Revised budget to be circulated	SC	01/11/25
11	Written resolution for asphalt to be approved as per the Finance Policy, subject to her satisfaction with the quotes and the necessity of the work	SC / LGB / CEO	asap
12	All Trustees to complete the Companies House ID verification	All	18/11/25

10 Confidentiality

The Board of Trustees **agreed** that the discussion at the meeting, the background papers, and the reports identified as confidential above, should remain confidential and excluded from the published minutes and papers.

The date of the next meeting is **9 December 2025 (Joint F&R and A&R Cttee)**
17 December 2025 (Full Board meeting)

Jonathan Pallas

[Jonathan Pallas \(Jan 12, 2026 12:51:25 GMT\)](#)

Jonathan Pallas

Chair of the Board of Trustees

12/01/2026







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Final Audit Report

2026-01-12

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