

Directors (ie trustees) meeting
Meeting held on 18th Dec 2025 at 5 pm,
at Brixington Primary Academy or via Teams,
Draft Part I Minutes

Present: P Walker (CEO), A Walmsley (chair), A Denner, C Bromfield, Mike Williams, R Shaw and P Wimsett.

In attendance C Fegan (Director of School Improvement – DSI), A Jenkins (Director of Performance & Development – DPD), K Powell (Director of Inclusion – DoI), M Platten (Director of Finance – DoF), H Warren (Director of Operations – DoO) and I Candy (Lead Governance Professional – LGP)

Quorum: the meeting was quorate

Circulation: Directors and members (through GovernorHub), Dioceses (EDEN and SDBE via GovernorHub), schools & public (through Trust website)

	Decision		Action due
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	1. Welcome, introductions and apologies		
	Apologies were received from R Warwick.		
	2. Prayer		
	Led by Paul Wimsett.		
	3. Declaration of Conflict of Interests		
	Declarations of conflict of interests were invited by the chair. None was made.		
	4. Minutes of the September meeting		
	4.1. To approve the minutes of the 18 Sep 2025 meeting		
	The draft minutes of the previous meeting were circulated before the meeting. These were agreed to be an accurate record of the meeting and signed by the chair.		
	4.2. To review matters arising not otherwise on the agenda		
	The list of matters arising was circulated ahead of the meeting. The following points were raised and discussed: <ul style="list-style-type: none"> • Peer reviews: the chair asked about the peer reviews mentioned at the recent DfE trust network meeting. The CEO explained that these involved up to five reviewers going to each school and the FFT had joined with three schools. Two reviews had taken place, matching similar schools, and these were driven by heads to be a learning experience, within a geographical partnership across four trusts. • Challenge Partners open days: these are days where Challenge partners members can visit specific trusts. The DoI had attended one, the one at Lift had clashed with a FFT event and the team would look at attending others. 	Appendix 1	
	5. To receive the verbal feedback from committee chairs		
	<u>Audit & Risk committee:</u> The chair of the committee reported that: <ul style="list-style-type: none"> • The external auditor had attended the last meeting of the committee and gone through all the documents in detail, confirming that the trust had received a clean audit opinion. 		

<ul style="list-style-type: none"> • The committee had also talked about cybersecurity as an ongoing risk to the Trust and there was a plan in place to address this. • The committee had looked at website compliance. Some outstanding matters were picked up by the external auditors, but the latest report showed a much improved position with only minor issues remaining. • The committee had reviewed the Trust risk register. <p><u>Strategic & Finance committee:</u> The chair of the committee reported that:</p> <ul style="list-style-type: none"> • The committee had reviewed the management accounts. Since then, the October management accounts had become available. These showed a break even position and slight improvement on the budget. • The committee had looked at pupil numbers and the Trust strategy to reflect this in terms of ongoing financial sustainability. <p><u>Education committee:</u> The chair of the committee reported that:</p> <ul style="list-style-type: none"> • The committee had discussed school improvement activities including non-pupil days and pupils with challenging behaviours. • The CEO had explained the new Ofsted framework, how that may affect the Trust and which schools were likely to be inspected during the current school year. • The committee had discussed Inspection Dashboard Summary Reports (IDSRs), and separate training would be arranged to help governance volunteers understand them as the format had changed and now included three-year trends. (The LGP will work with the CEO to set a date). • The committee had reviewed in pupil targets for Early Years and phonics and how they had been set, in depth. • The committee had reviewed the progress made for the six priority schools: <ul style="list-style-type: none"> ○ There were concerns about the challenges faced by Brixington, corroborated by the school improvement team and trustees, around pupils who had joined in-year and have challenging behaviours, staff absence, but also some positive work around pedagogy and changes in practice. ○ Gatehouse had made good progress, and the co-head had a good knowledge of children. ○ The head at Mary Dean's had been working as quickly as possible. ○ The new head at Salcombe had already started to make progress. ○ Westcliff was making progress, the use of the internal 'pod' for phonics was working well and the Trust would be looking at replicating this model flexibly. ○ The school improvement team was confident about the work done by Willowbank. This opinion was supported by the SEND lead trustee who reported from her recent visit at the school that she had seen calm pupil behaviours, and the use of the Rapid Improvement Plan (RIP) and WESEND programme in action. She also reported that school leaders were positive about their work. <p>The CEO explained that the next Trust standards panel would take place in January. Schools would be invited based on the Autumn term assessments that were due to be reviewed by the Trust school improvement team the day after this meeting. Therefore, the schools attending the next standards panel may be different from the schools currently having RIPs or Raising Attainment Plans.</p>	LGP
<p>6. Annual report for the year ended 31st Aug 25 for the First Federation Trust</p>	
<p>6.1. To review and adopt the annual report and financial statements for the Trust, as recommended by the audit & risk committee</p>	
<p>The final draft of the annual report and financial statements, audit letter of representation and regularity letter were circulated ahead of the meeting, as was the audit outcome report from the external auditors. The board discussed that:</p>	<p>Appendices 2 – 5</p>

<ul style="list-style-type: none"> • The Trust had received a very positive report from the external auditors on the accounts, which reflected the hard work done by the finance team and others in a year that had seen significant Trust growth and a difficult financial climate • The figure for the in-year deficit, £20K, was in line with the management accounts shared by the DoF, and therefore there were no adjustments to make after provisions were made to reflect the change to the new finance and operation structure. • The only adjustments that were necessary were around pension funds which was standard (because of actuary revaluation) and the depreciation of leasehold which the auditors had decided had reached materiality. • The Trust end-of-year situation was very positive given the discussions over the past 12 months and the difficult decisions that had to be made. <p>The board approved the annual report and financial statements and agreed that the letter of representations could be signed.</p>	
<p>6.2. To consider the audit outcome report and agree the response to the points raised</p>	
<p>The board was reassured by the audit & risk committee feedback around the audit outcome report and responses to the recommendation points being appropriate.</p> <p>The board agreed the responses to the audit recommendation points as proposed.</p>	
<p>6.3. To recommend the re-appointment of the auditors to the Members</p>	
<p>It was discussed that the auditors had last been appointed in March 2021 and the Academy Trust Handbook stated that trusts should retender their external audit contract at least every five years.</p> <p>The board discussed that:</p> <ul style="list-style-type: none"> • It would be helpful for the DoF to collate audit cost figures for similar trusts to review value-for-money. • The Trust may want to re-tender because growth over the five year period had meant that costs had increased incrementally with the number of schools that had joined which may not be the best pricing model. • Both trustees and the Trust team were happy with the work of the current auditors <p>The board agreed to recommend the reappointment of the current auditors to the Members, subject to a value-for-money exercise to be undertaken by the DoF to compare audit costs with similar trusts.</p>	<p>DoF</p>
<p>7. To receive and discuss the CEO report</p>	
<p>The CEO report was circulated ahead of the meeting.</p> <p><u>School visits:</u></p> <p>The CEO highlighted that the first section was reflecting on how things had gone in school this term from his point of view and invited questions around this part of his report.</p> <p>The board queried whether pupils with higher needs joining schools in year was happening across the Trust or whether it differed for example between larger and smaller schools or depending on the school locations.</p> <p>Whilst it was usual to have pupils moving during the year in communities with more than one school, the team felt there had been more movements this year. This may be because parents felt let down by a particular school in an area (for example, in Exmouth) but that did not change the funding situation for SEND children and that meant the Trust schools having to deal with additional challenging behaviours. Staff were doing well to work around this, using the funding available and stretching the support already in place. The situation was not helped by parents being more aware of pupils' entitlement and related funding but less understanding about school restrictions and staff costs. Schools were having to gather evidence where there was none to support funding for new pupils and the Trust was actively challenging the LA around funding for children with complex needs.</p> <p>The SEND trustee confirmed the very challenging children she had observed during her visit to Willowbank. These were older children who were therefore stronger physically, which meant that dysregulation could have a bigger impact on schools.</p>	<p>Appendix 6</p>

For some of those, special school settings were saying they [the special school] would not be able to manage their needs.

The following points were raised and discussed:

- Schools had the right to refuse admission initially when they felt they could not meet needs, but once the school was named in the EHCP, the Trust could not refuse admission.
- For some children, attending a mainstream school may be better for them because sharing a class with other children with the same needs would not necessarily be helpful for them, but this presented challenges for mainstream schools.
- Parents advocated strongly for their children and rightly wanted the best provision for their children.
- The matter of children moving during the school year could be compounded by poor housing and families being moved at short notice, which caused disruptions to families and schools.
- In some cases, families were choosing to move their children away from schools because of challenging pupils who were not their children.
- The aim of the Trust was to be inclusive, and the Trust had a duty of care to the pupils in the school community and also a duty of care for all pupils and staff, which could cause frictions between parents of pupils at the same school, between parents and the school, and between teachers and the families of pupils.
- As the funding reduced, managing the balance of needs and duty of care felt harder for staff. Schools had fewer resources to manage more complex children whilst having to raise standards and meet higher targets.
- The risk was that some staff and parents viewed the Trust as the 'enemy' rather than understanding issues were linked to the SEND system not working well.

The board asked whether the school visits undertaken by the CEO had been formal visits within the agreed school improvement cycle.

The CEO explained that all six priorities schools had had a formal review visit of half a day. The other group of schools had a walk around the school and he had talked to staff without a set specific focus. These visits were used to inform the reflective part of the CEO report.

The board discussed that:

- Some of the threads would be worth following up in committees so that they are reviewed and discussed and actions taken where possible, even if that was over a period of time.
- The CEO had responded to issues around dysregulation of older children by setting up an in-house special base.

The board enquired whether the Trust had a regular staff newsletter to help teachers understand the bigger picture and national background.

The Trust was using staff newsletters and also network meetings to explain the background to staff. When staff met with complainants and explained the system, complainants often realised that the current SEND system was the issue, not the school or Trust. However, schools were easier to complain to, because parents had access to the school and staff every day.

Growth:

During the recent meeting of the CEO and chair with the DfE regional director representatives, it was confirmed that Exeter Road could apply to join the Trust but the DfE would not consider the application before the 2026 pupil outcomes were known. In addition, there was an implication on RISE funding which would be tapered from when the school joined the Trust. Therefore, the suggestion was for the school to apply in the late summer term, so the school could benefit from the RISE resources as much as possible.

The meeting went into Part II to discuss an approach from a school.

The meeting went back into Part I.

Central team restructure and headship matters:

<p>The meeting went into Part II to discuss specific aspects of the restructure and headship matters.</p> <p>The meeting went back into Part I.</p> <p><u>Visit from the DfE regional director representatives:</u></p> <p>The CEO reported that:</p> <ul style="list-style-type: none"> • This visit had taken place at the Trust request and was also an opportunity to catch up with the DfE. • Representatives from the DfE Regional Director had gone to Lady Seaward's whose head was very positive about the Trust. They had also done an afternoon visit at Brixington as a contrast, and as an opportunity for the Trust to explain the challenges faced by the school. • The visit had also been an opportunity to discuss the Trust experience with RISE processes and the application of Exeter Road. • The cost of maintaining premises like Lady Seaward's and the challenges caused by children with high needs needing support were noted as was the Trust commitment to being inclusive. • The visit had been positive overall and had been followed by a letter from the DfE. This was circulated after the meeting. <p>The chair queried what the DfE representatives were referring to when they mentioned that the Trust was part of the Dorset MAT group.</p> <p>The CEO explained that there was a Dorset MAT group with some specific sub-groups with the aim to help stronger schools to support other schools. This was a very new group and project. The DSI had attended the last meeting of the group.</p> <p><u>Succession planning and board development:</u></p> <p>It was discussed that:</p> <ul style="list-style-type: none"> • A Power from PHP Law had agreed to be part of the group to help the board with its succession planning and recruitment strategy, at the request of the CEO. • A committee would be set up and some examples of terms of reference would be circulated by the LGP, who would be asking for volunteers and suggestions. • The board had already started to look at skills and where gaps were • The trend to have small Trust boards seemed to have continued. <p><u>Leadership programme for public sector CEOs:</u></p> <p>The CEO reported that as part of this programme he had looked at how the NHS organised board meetings, in particular how they got the voices of patients and staff at the start of their board meetings. He felt this would be useful to help ground the board decision making. Board meetings could start earlier with a presentation to the board either in person or recorded. This could be linked to specific agenda items, roles or projects.</p> <p>The board discussed that:</p> <ul style="list-style-type: none"> • The voice of the schools should come through local governance. If that was not the case, then that may indicate that hub governance was not working as intended and therefore current arrangements may need to be reviewed. • The voice of staff was not necessarily coming through hub boards, although heads were reporting to the hub boards and attending their meetings on a rota basis. • It could be useful for trustees to hear first-hand experience too. • It may be more appropriate for presentations about some matters to take place before committee meetings, however it may feel more valuable for stakeholders to present to the whole board. • A trustee had experience of the power of having a pupil coming to talk about their experience (this was at secondary level). • This would be about listening and working together, and a celebration about doing the best people can. It would also be a demonstration about working as a team for the best outcomes. <p>The CEO offered to arrange presentations and the board agreed to try this.</p>	<p>Appendix 7</p> <p>LGP</p> <p>CEO</p>
<p>8. Governance matters</p>	

<p>8.1. To receive an update on current governance appointments and vacancies</p> <p>The list of current governance appointments and vacancies was circulated ahead of the meeting. The LGP reported that recruitment was an ongoing issue, particularly for foundation representatives and the West Hub.</p>	<p>Appendix 8</p>
<p>8.2. To discuss and agree next steps for trustees succession planning</p> <p>This agenda item was discussed as part of the CEO report (agenda item 7).</p>	
<p>9. To receive and discuss KPIs for complaints</p> <p>The termly complaints report was circulated ahead of the meeting. The board discussed that:</p> <ul style="list-style-type: none"> • It was unusual for the Trust to have had four panels which concluded complaints started in the previous school year. • Some of those panels had been escalated to Ofsted / DfE and this had been anticipated. • The Trust was looking at adopting a more resolution-based approach and was aiming to learn from complaints. • A lot of complaints were coming from parents of SEND children who were strong advocate for their children <p>The board probed around the number of complaints about Sidmouth school.</p> <p>This was linked to the size of school and there were different reasons for the complaints rather than complaints having a pattern. The board thanked hub board members who had been part of panels as well as independent members of panels.</p>	<p>Appendix 9</p>
<p>10. Policies and compliance (to include a review of the Trust risk register)</p> <p>The policies and compliance report was circulated ahead of the meeting as were the proposed policies and the latest version of the Trust risk register.</p> <p><u>Health & Safety policy:</u> H Warren was thanked for having updated this policy so soon after having started working for the Trust. The health & safety policy was adopted by the board.</p> <p><u>Finance policy:</u> This had been updated to reflect the change in the finance and operation teams' structure, the approval process becoming automated, and a clarification added about investment. The DoF pointed out that the policy may need to be reviewed further as it was difficult at times to get the required number of quotes and therefore the team may need to reflect on how to approach ensuring value-for-money in a different way. The finance policy was approved by the board and the board agreed to keep the approach to obtaining value-for-money under review.</p> <p><u>Finance procedures:</u> These were updated for similar reasons to the Finance policy update. The DoF confirmed that internal auditors had provided feedback as had colleagues to ensure the procedures were fit for purpose. The finance procedures were approved by the board.</p> <p><u>Credit card policy:</u> Spent thresholds had been updated because of inflation to allow for efficient operations. The credit card policy was approved by the board.</p> <p><u>Charging and remissions policy:</u> This was reviewed and remained unchanged except for staff titles because the DfE guidance had not changed since 2018 and this included very clear guidelines on what schools could and could not charge for. The charging and remissions policy was approved by the board.</p> <p><u>Governance volunteers allowances and expenses:</u> This was due to be reviewed and no changes were made apart from staff titles and reflecting current terminology. The charging and remissions policy was approved by the board.</p> <p><u>Whistleblowing policy:</u> This was updated to reflect current title and post holder for the role of DoO. The whistleblowing policy was approved by the board.</p>	<p>Appendix 10</p>

<p><u>Nursery admissions and charging policies:</u> (Admissions to Axminster, Lady Seaward's, Mary Dean's, Salcombe, St Andrew's and Thorcombe St Mary's nurseries and charging for Axminster, Brixington, Chickerell, Hawkchurch, Lady Seaward's, Mary Dean's, Musbury, Newton Ferrers, Salcombe, St Andrew's, St Budeaux's and Thorncombe St Mary)</p> <p>These were updated to reflect the changes in eligibility for free childcare and increases in nursery fees to cover staff costs and the cost of inflation in other areas. The nursery admissions and charging policies were adopted by the board.</p> <p><u>Trust risk register:</u> The board discussed how best to reflect the impact of tighter funding and children with more challenging needs on staff, as it felt like external factors were getting more significant and there was more uncertainty generally as the vision for education was not clear. The board agreed not to make changes to the Trust risk register but continue to monitor this closely until the SEND White Paper is published and the board can evaluate the changes proposed within it. Attendees who were not trustees left the meeting with the exception of the LGP.</p>	
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Meeting start: 5 pm; meeting close: 7.30 pm

Date of the next meetings: Directors / S&F committee: 29 Jan 2026, Education committee: 26 Feb 2026, S&F / A & R committee: 19 Mar 2026, Directors: 23 Apr 2026, all at 5 pm

These minutes are agreed by those present as being a true record.

Signed:.....
 Chair of Directors

Date:.....

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