Excel Learning Trust

Trust Board

Minutes of the Meeting held on Monday 1 December 2025 at 9.30am held at Carr Junior School

Present:	Donna Smith	Trustee & Vice Chair
	Martyn Sibley	Trustee
	Natalie Wong	Trustee
	Fay Andrews Hodgson	Trustee
	Emad Elkhashen	Trustee
	Sam Cuthbert	Trustee
In attendance:	Mark Hassack	Chief Executive Officer (CEO)
	Michael Clark	Chief Finance Officer (CFO)
	Katie Dent	Chief Operating Officer (COO)
	Zoe French	Director of Trust Services
	Sophie Triffitt	Clerk to the Board of Trustees

1 WELCOME, INTRODUCTIONS AND APOLOGIES FOR ABSENCE

1.1 In the absence of the Chair the Vice Chair chaired the meeting. The Vice Chair welcomed everyone to the meeting.

1.2 Apologies were received and accepted for Ian Wiggins.

2 DECLARATIONS OF INTEREST AND CHANGES TO BUSINESS INTEREST FORMS *(PREVIOUSLY ISSUED)*

2.1 The clerk confirmed that all trustees had returned their business interest submission. Trustees were reminded to keep their business interest submissions up to date throughout the year.

2.2 Trustees were reminded to read Keeping Children Safe in Education and complete the confirmation form.

2.3 Trustees were reminded to complete the Companies House identity verification.

3 CEO UPDATE

CEO Report (previously issued)

3.1 The CEO presented the report and highlighted the update on attendance and behaviour noting that the Behaviour Policy was standardised across the trust for secondary and primary phases.

3.2 **A Trustee asked for further information on the York High internal alternative provision.** The CEO explained that establishing Inspire was the first step in the alternative provision model. In addition to Inspire the in house alternative provision at York High was established with a focus on a therapeutic approach supporting a gradual transition back into mainstream. The in house offer would also provide the opportunity to assess those who may need to move onto Inspire and those where the in house model would be successful. Building work was scheduled at the end of this term to provide a self contained provision area for January 2026. The CEO explained that there was a need to manage the provision so that it did not then create additional layers of behaviour need within the school. Plans were to pilot at York High with potential for the same model to be implemented in Millthorpe from September 2026.

3.3 In response to a trustee the CEO explained the Inspire model with KS3 turn around places with a focus on transitioning young people back into mainstream and KS4 permanent places.

3.4 The CEO noted that attendance remained a focus. York High School's latest data was 1.3% behind the same period last year but was on an improving trend. The CEO was confident that the school was doing everything possible and was looking at additional door knocking resources.

3.5 Sam Cuthbert joined the meeting at 9.42am.

3.6 **A Trustee asked if the absence data included authorised and unauthorised absence and if there was analysis of which absence type impacted most.** The CEO confirmed that both authorised and unauthorised were included in the data with the greatest impact being from illness and holidays. Suspensions also formed part of the data.

3.7 **A Trustee noted the positive move to bring design and marketing in house.** The COO explained that they were trialling bringing design and marketing capacity in house with an initial focus on design.

3.8 **A Trustee asked if it would mean a change of role for the individual.** The COO confirmed it would, they were currently a Teaching Assistant but had expertise and experience in this area.

3.9 The meeting paused at 9.47am for trustees to have a tour of Carr Junior School by the Carr Stars.

3.10 **Trustees recorded thanks to the Carr Stars for the fantastic tour of school.**

3.11 **A Trustee asked if there were any amber areas of the Vulnerable Promise that were a cause for concern.** The CEO confirmed not and explained that some items were rated amber due to timing and being longer term actions.

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Registered Office: Woodthorpe Primary School, Summerfield Road, Woodthorpe, York, YO24 2RU

3.12 **A Trustee asked what the career background was of the successful appointee to fill the vacancy left by the SEND and Safeguarding Director.** The CEO explained that they were currently a primary Head and had previously been the Director of SEND for Co-op Academies Trust. Their start date was scheduled for Easter unless it was possible to negotiate an earlier release.

3.13 The CEO presented the funding update. **A Trustee asked if the reduced funding would be offset by the financial gain on pension contributions.** The CEO confirmed it broadly did. There was no clear message from the government which presented uncertainty particularly on SEND funding. Messages from the government on managing budgets included reducing Assistant Head posts and Teaching Assistants.

3.14 **A Trustee asked if there were any years of deficit historically.** The CFO explained that there was an in year deficit last academic year but an operational surplus was budgeted for this year. The budget setting process would start again in January 2026.

3.15 **A Trustee asked if the LGB remit had been co-created with LGBs.** The CEO confirmed not and explained that it needed to align with the Scheme of Delegation. He had spoken with chairs at the chairs meeting on 24th November 2025 and the draft would be shared with chairs to provide feedback. The CEO noted that he had used the best practice from across the LGBs to inform the document.

3.16 **A Trustee referred to the strategic impact loop and asked how information from LGBs feeds into the Trust Board and what connection there was between governors and trustees.** The CEO agreed to review the information sharing mechanisms within the document and noted that he expected that to form part of the feedback from LGBs.

3.17 **A Trustee asked if the joint Scarcroft and Woodthorpe board would continue or if separating them would be considered as LGBs were representative of the schools.** The CEO explained that it was discussed at the chairs meeting and the chair of the joint board felt it was working well and there were a number of benefits to having a joint board. The CEO noted that recruitment of governors was difficult and he would be cautious of separating them at this point in time but would continue to monitor.

3.18 **A Trustee noted that it was a useful document and reflective of the direction of travel in education and asked if any challenge was anticipated.** The CEO confirmed that he did not expect any challenge as it provided clarity to the role that governors have wanted.

3.19 **A Trustee asked if it was an appropriate time to review the name change of 'governors' to something more reflective of the committee nature and actual practice.**

3.20 **Action:** It was agreed for trustees and the Executive Team to consider a name change of governors / LGB in line with the LGB remit document.

3.21 **A Trustee noted that it was the Trust's ten year anniversary next year and asked if there had been consideration to a celebration.** The CEO confirmed it was being discussed.

4 INSPIRE (previously issued)

4.1 It was noted that the update was received and scrutinised at the Education and Standards Committee.

4.2 **A Trustee asked how the attendance rate compared nationally.** The CEO reported that it was above the national average for alternative provisions which was circa 58%. There was a focus on attendance on an individual basis and every young person had better attendance than when in mainstream.

4.3 **A Trustee asked what the capacity operating model was.** The CEO explained that it would be 24 on roll with three classes, two teachers, one Higher Level Teaching Assistant and three Teaching Assistants, a circa 1:4 child to adult ratio. The Head of School was not teaching now the provision was established and a Business Coordinator had been appointed which ensured appropriate admin capacity.

4.4 The CEO explained that additional places would require more site and staff capacity. If there was to be an expansion it would need to be funded by City of York Council and the approximate capital cost would be £900k.

4.5 **A Trustee asked if there was an expansion if there would be funding for ongoing maintenance.** The CEO explained that there would need to be a commitment from CYC to ongoing commissioned places to guarantee an income level. The York Schools and Academies Board would work through the details of any plans.

4.6 **A Trustee asked if there was any resource that the provision would benefit from.** The CEO responded that it would be nice to have more targeted therapeutic support.

4.7 **A Trustee asked what the parent participation rate was for the feedback.** The CEO confirmed it was 100% and highlighted that parent voice, communication and liaison was exceptional.

5 SEND AND SAFEGUARDING

Alternative Provision (previously issued)

5.1 **A Trustee asked if other provisions were used beyond Inspire.** The CEO confirmed they were as Inspire was not the right provision for every need. There was a significant cost associated with alternative provision offers and it needed to be the right offer for the child.

Young Carers (previously issued)

5.2 The CEO explained that the Young Carers Covenant provided a framework to identify young carers and best support them and noted that there was a national increase in young carers.

5.3 The COO noted that Millthorpe young carers support was highlighted as best practice across the city.

5.4 **A Trustee asked if there was a nominated young carers staff member in all schools.** The CEO confirmed there was.

5.5 The CEO explained that the Young Carers Covenant along with the Inclusion Quality Mark and Vulnerable Promise created true inclusion.

6 HR (previously issued)

6.1 The COO noted that the report had been presented to and scrutinised at the November 2025 Finance, Audit and Risk Committee.

6.2 **In reference to the support posts in Scarcroft and Knavesmire a Trustee asked if it was normal levels of movement.** The COO explained that some were additional posts for wrap around clubs to provide additional capacity.

6.3 **A Trustee asked if there was any data for staffing movement within the Trust.**

6.4 **Action:** COO to include in trust staff movement on the February 2026 HR Report.

6.5 The CEO informed trustees that an outcome of the leadership group included plans to inform and create an internal pool of staff who were open to opportunities for movement in the Trust.

6.6 **A Trustee asked if there was a process for triangulation and identifying patterns from grievance, long term absence and tribunal cases and asked what information trustees would expect to be informed on.** The COO reported that there were no patterns from the grievances, there were no patterns from the long term absences and these were managed in schools with COO support, the two tribunals related to different schools and one had been withdrawn. The COO informed trustees that these were the first grievances or tribunals she had managed since joining the Trust and confirmed that tribunals were covered under the RPA (Risk Protection Arrangement) for schools.

7 ESTATES, HEALTH AND SAFETY AND IT

<u>Operational Infrastructure Report</u> (previously issued)
<u>Compliance Overview Report</u> (previously issued)

7.1 The CFO noted that the reports had been presented to and scrutinised at the November 2025 Finance, Audit and Risk Committee. The CFO highlighted the positive trend in compliance rates. External surveys were commissioned for full school reviews and would be used to inform profiling of School Condition Allocation funding which was expected to be £700k. The CFO highlighted that the external report identified £1.8m of required spend in year one so strategic decisions would be made on where to focus the funds.

7.2 **A Trustee asked if there was a timeline for decisions in line with budget planning.** The CEO explained that there was no budget for estates outside of the SCA funding other than some minor devolved capital funding of circa £60k provided to schools. The same process as last year would be run for SCA funding allocation with recommendations made to trustees. The CFO confirmed that capital planning would run alongside revenue planning.

7.3 **A Trustee asked if the CFO was satisfied with the level of capital reserve for unforeseen circumstances.** The CFO confirmed that would form part of the planning process.

7.4 **Trustees recorded thanks for the succinct paper.**

7.5 **A Trustee asked if there was an IT and digital plan.** The CEO explained that there was a long term planning need for IT as schools had suffered from a lack of investment in IT. The decision to bring IT in house has brought greater control and the IT Manager was identifying a range of investment needed.

8 FINANCE REPORT

Annual Accounts (previously issued)

8.1 The CFO reported that the annual accounts were reviewed at the November 2025 Finance, Audit and Risk Committee and were recommended for approval.

8.2 **Resolution: Trustees approved the annual accounts and authorised the Chair of Trustees to sign the accounts.**

External Audit Report (previously issued)

8.3 It was noted that the auditors had presented the report to the November 2025 Finance, Audit and Risk Committee.

Monitoring Report and Risk Register (previously issued)

8.4 The CFO presented the report and highlighted that monitoring was on track. The CFO highlighted the risk around pay agreements but the initial suggestion was that the financial assumptions were in line with the expected agreements.

8.5 The COO informed trustees that the NJC pay claim had been released that morning and as well as a claim for a 10% pay uplift, there were a number of other requests included as part of the claim. The CFO noted this would be unaffordable as annual increment was assumed at 2%.

Internal Audit Reports March 2025 and May 2025 (previously issued)

8.6 Reports were presented for information purposes.

Finance, Audit and Risk Committee Report

8.7 It was reported that the committee had reviewed the Treasury Policy and were recommending it for approval. The CFO explained that the proposal was to make low risk financial decisions to maximise returns on funds.

8.8 **The Vice Chair recorded congratulations to the CFO on the audit outcome.**

9 TRUSTEE BUSINESS

Education and Standards Committee Report

9.1 The Committee Chair explained that the majority of the November 2025 committee discussion focused on deep support, writing, vulnerable promise, exam outcomes which were encouraging and attendance.

9.2 **A Trustee asked if there was appropriate focus on the high / potential high attainers.** The CEO explained that these students were picked up in achievement meetings at school level and agreed it would be appropriate to review at the January 2026 committee meeting.

Education and Standards Committee Terms of Reference (previously issued)

9.3 **Resolution:** Trustees approved the terms of reference.

Finance, Audit and Risk Committee Terms of Reference (previously issued)

9.4 **Resolution:** Trustees approved the terms of reference.

9.5 **Action:** It was agreed to review the Finance, Audit and Risk Committee terms of reference in the summer term.

Remuneration Committee Terms of Reference (previously issued)

9.6 **Resolution:** Trustees approved the terms of reference.

9.7 **Resolution:** Donna Smith was agreed as the third Remuneration Committee member.

Training Requirements (previously issued)

9.8 Trustees had been sent individual training requirements.

9.9 The CEO noted that the volume of reading and training for governors was raised at the chairs meeting so the requirements list would be reviewed but there was a need to ensure compliance with guidance and best practice.

Safeguarding

9.10 **Resolution:** Sam Cuthbert was agreed as the trustee linked to Safeguarding.

10 LGB BUSINESS

Appointments and Resignations (previously issued)

10.1 **Resolution:** Trustees noted the resignations and approved the governor appointments subject to safeguarding checks and approved the Chair and Vice Chair recommendations.

10.2 The Inspire committee would be established with effect from 5th January 2026 or as soon as possible thereafter subject to safeguarding checks.

Governor Panels (previously issued)

10.3 **A Trustee asked if there was comparison data.**

10.4 **Action:** Panel comparison data to be provided at the February 2026 meeting.

11 MINUTES OF PREVIOUS MEETING HELD ON 13TH OCTOBER 2025 (previously issued)

11.1 **Resolution:** The minutes of the 13th October 2025 meeting were approved.

11.2 **Resolution:** The confidential minutes of the 13th October 2025 meeting were approved.

11.3 **Resolution:** The Finance, Audit and Risk Committee minutes of the 23rd June 2025 meeting were approved.

Matters Arising and Action Plan

11.4 There were no matters arising.

11.5 The action to schedule a remuneration committee was confirmed complete.

12 POLICIES (summary of policy changes previously issued)

12.1 **Resolution:** Trustees approved the below policies.

- Health and Safety Policy (previously issued)
- Treasury Policy (previously issued)

12.2 It was noted that the Trustee Code of Conduct was due to be updated and would be brought to the February 2026 meeting.

13 ANY OTHER BUSINESS

Deed of Variation (previously issued)

13.1 The COO reported that the Knavesmire School Funding Agreement needed updating to include the new two year old nursery provision, so the opportunity was taken to update all documents with the legal work undertaken by Wrigleys solicitors.

13.2 **A Trustee asked how often the funding agreements needed updating.** The COO confirmed there was no statutory requirement to update but the opportunity was taken to update them all at that time. If new schools joined the Trust the master agreements would be in place.

Extraordinary Meeting

13.3 It was agreed to hold an extraordinary meeting on Thursday 18th December at 12pm.

14 CONFIDENTIAL ITEMS

14.1 Recorded as a separate confidential minute.

15 FUTURE MEETING DATES

Education & Standards Committee: Tuesday 27th January 2026 9.30am
Remuneration Committee: Tuesday 27th January 2026 11.30am
Trust Board: Monday 9th February 2026 9.30am

Finance, Audit & Risk Committee: Tuesday 17th March 2026 9.30am

The meeting closed at 12.05pm.

Meeting Decisions
Trustees approved the annual accounts and authorised the Chair of Trustees to sign the accounts and management letter.
Sam Cuthbert was agreed as the trustee linked to Safeguarding.
Trustees approved the below Committee Terms of Reference: - Education and Standards Committee - Finance, Audit and Risk Committee - Remuneration Committee
Donna Smith was agreed as the third Remuneration Committee member.
Trustees approved the governor appointments, including the establishment of the Inspire committee, and Chair and Vice Chair recommendations.
Trustees approved the 13th October minutes and associated confidential minutes
Trustees approved the 23rd June 2025 Finance, Audit and Risk Committee minutes.
Trustees approved the below policies: - Health and Safety Policy - Treasury Policy

1st December 2025			
Item	**By**	**Action**	**Date**
3.20	Trustees / Exec Team	Consideration be given to a name change of governors / LGB in line with the LGB remit document.	Feb 2026
6.4	COO	Include within trust staff movement on the February 2026 HR Report.	Feb 2026
9.5	Exec Team / Committee Chair	Review the Finance, Audit and Risk Committee terms of reference in the summer term.	June 2026
10.4	Clerk	Include panel comparison data to be provided at the February 2026 meeting.	Feb 2026

Approved by Trustees at the Trust Board meeting on 9th February 2026

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Trust Board Approval