



Cornwall Education Learning Trust

Extraordinary Board Meeting

Date: Tuesday 16th September 2025

Time: 9 am

Venue: The Atlantic Centre, Newquay

Present:

Name	Role	Present – P /Apologies – Ap /Absent - Ab
Seb Parker (SP)	Vice Chair/Trustee (Chaired the beginning of the meeting)	P
Sally Foard (SF)	Elected Chair/Trustee	P
Ashleigh Mann (AM)	Trustee	P
Helen Casson (HC)	Trustee	P
Sarah Goswell (SG)	Trustee	P
Katie Chandler (KC)	Trustee	P
Hayley McKinstry (HM)	Trustee	P
John Simeons (JS)	Trustee	P
Jon Newnes (JN)	Trustee	P
Rory Mason (RM)	Trustee	P
Stuart Radnedge (SR)	Trustee	P
Genna Bray (GB)	Trustee	P
Claire Bunting (CB)	Director of Reach	P – item 1 only
Claire Carter (CC)	Governance Officer/Company Secretary	P
Christie Saunders (CS)	Governance Coordinator/Observer	P
Stephanie Thomas (ST)	Governance Professional/ Minute taker	P

MINUTES

Item		Lead
1.	<u>Welcome and Apologies</u> <u>IT WAS AGREED</u> that SP should be Chair until a new Chair was elected.	



	<p>SP welcomed everyone to the meeting and asked everyone to introduce themselves to the Board.</p> <p>CB would be leading on governance as the Director of Reach in the interim whilst CR is absent.</p>	
2.	<p><u>Declarations of Business Interests</u></p> <p>There were no declarations made in addition to those already declared.</p>	
3.	<p><u>Minutes & Matters Arising from the previous meeting – 14th July 2025</u></p> <p>Matters arising:</p> <ul style="list-style-type: none"> a. Minutes b. Part B minutes – confidential session <p>HC at the previous meeting it had been asked if it would be good to show the challenge within the minutes and it was shown.</p> <p>There were no other matters arising from a. or b.</p> <p><u>IT WAS AGREED</u> that the minutes of the previous meeting held on 14th July 2025 and part B minutes held on the same date be approved.</p>	
4.	<p><u>Policies</u></p> <p>Finance Policy – the policy had been circulated with the agenda pack.</p> <p>Scheme of Delegation – the document had been circulated with the agenda pack.</p>	
5	<p><u>Resignation & Appointment of Trustees</u></p> <p>Trustees were informed that Trustees G Brown and J Connelly had resigned. Both resignations were accepted by the Board.</p> <p>SP a thank you card would be sent to J Connelly for all her hard work. There would be a presentation scheduled for G Brown, former Chair of the Board of Trustees, at a future date yet to be arranged.</p>	
6	<p><u>Role Descriptors</u></p> <p>Role descriptors had been circulated with the agenda pack.</p>	



7	<p><u>Appointment of Chair and Vice Chair of Trustees</u></p> <p>At 9.12 am S Foard left the meeting as, she was willing to stand as Chair of the Board of Trustees, she was nominated for the role. There were no other Trustees nominated for that role.</p> <p>C Carter asked for the nominations for Chair of the Board of Trustees. S Foard was proposed by H Casson, seconded by K Chandler and unanimously,</p> <p><u>IT WAS AGREED</u> that S Foard be elected Chair of the Board of Trustees.</p> <p>At 9.16 am S Foard returned to the meeting and was informed of the decision.</p> <p>Trustees thanked S Foard for the hard work she had undertaken recently for CELT.</p> <p>SF said that shared services and governance were very much going to align, develop, evolve and review. They would look to meet the needs of the learners and staff. The mission statement was about CELT being an exceptional educational experience. It was about the team working together and with the wider staff body. It was generally accepted that Trustees had full time jobs to do, some had a little more time available. It would be important for everyone to help out. The biggest thing from her perspective was how to improve communications.</p> <p>SF thanked everyone and expressed appreciation for being elected as Chair.</p> <p>SF asked for nominations for the role of Vice Chair. From the Chair, SF proposed S Parker, this was seconded by A Mann and, as S Parker was willing to stand,</p> <p><u>IT WAS AGREED</u> that S Parker be elected as Vice Chair of the Board of Trustees.</p> <p>There was a brief discussion about the possibility of electing a second Vice Chair.</p>	



	<p>HC it would be important to retain the clarity of communication if there was an additional Vice Chair in place.</p> <p>CC when contracts needed signing, somebody needed to sign those off. It would be useful to have somebody to help share that work. The back up would be helpful.</p> <p>HC the job of trustees shouldn't be a full-time job. Could we agree a second signatory from the Resources and Infrastructure Committee?</p> <p>SF acknowledged and thanked the new Trustees on their recent appointments to the role. These included K Chandler, H McKinstry, R Mason, J Newnes, S Radnedge and G Bray.</p> <p><u>IT WAS AGREED</u> that the Trustees terms of office remain the same for the 2025-26 academic year.</p>	
8	<p><u>Committees & Terms of Reference</u></p> <p>SF on 7th October, the next generation governance and strategy day would be facilitated by J Eason, CST, Chair of Leading-Edge Academies, which had been in the midst of merging with TPAT. As the local contact within Cornwall, and J Eason had been supportive of SF and the governance team throughout the summer period, and she had been reviewing all the CELT governance documentation. The Executive Leadership Team would be joining on 7th October. The Members would be joining too. Trustees had to remember that the Strategy would be owned by the Trustees, such strategies were normally written by the Executive and the Trustees would be accountable and responsible for the strategy itself. At that meeting they would also look at the Risk Register that was due for an update. The Risk Register had previously met operational requirements and was not yet strategic enough. Trustees needed to be thinking about the issues facing CELT. The local demographics were changing. Financially it was going to be challenging. During the next 12 months there would be some quite difficult decisions to be made.</p> <p>The meeting went into Part B for closed confidential session, 10.25 – 11 am.</p> <p>The Part A meeting resumed.</p> <p>SF referred to the role descriptors that had previously been circulated. Trustees needed to be appointed to lead on Safeguarding, SEND and Careers.</p> <p>HC asked that within the role descriptors that they be made specific to the Scheme of Delegation.</p>	



SF agendas would in future specify if items were for information, discussion and/or for a decision to be made.
SP asked for clarification on who would be or could be associate trustees. The new Resource and Infrastructure committee terms of reference indicated that committee had a lot of responsibility and should have more than 4 trustees.

JS the new Ethos committee seemed biased towards the church and religion. There was more to the Trust's ethos than just the church.
HC the terms of reference circulated were quite woolly.
JN standards terms of reference seemed to have been used.
JS some trustees were not Christians. The mixed Articles had already been adopted with reference to the Christian faith in the ethos. We were looking at the ethos of the Trust as a whole rather than one part.
SF asked if there needed to be an ethos committee without church schools.

IT WAS AGREED that there would not be an Ethos committee, and those necessary aspects of ethos would be embedded within the terms of reference of the other committees.

HC proposed that the Quality of Education should be one meeting rather than two for primary and secondary. The expertise within primary would be useful within secondary. A 'whole through' organisation was what the Trust should be.
RM this consideration was particularly the case from an Ofsted point of view. With thousands of enrolments for Maths and English GCSE this year, having the primary and secondary together would enable Trustees to look at the sequence and intent which would be valuable.

JN describing a committee did not necessarily need to reflect the leadership structure.
HC the capacity of both primary and secondary leadership to attend two meetings would take greater time than a single meeting.

JS whoever sat on that committee, Ofsted was due to visit Fowey, Brannel and Port Isaac that year.
KC they would need to be upskilling trustees to learn more about secondary or primary provision, particularly if trustees were stronger in one provision than the other.
SF sixth form provision also needed to be included.

SG asked if they needed to cut down on the number of committees.



Communications and everyone knowing what was going on was going to be a great asset. Sixth forms were very important and could be flagships. All should be incorporated within one committee.

IT WAS AGREED that, subject to consultation with the Executive, that the Quality of Education should become one Committee, that the Ethos Committee should not be taken forward and that ethos would be embedded within the terms of reference of other committees, as appropriate.

IT WAS AGREED that the whole Executive Leadership team be included within the remit of the Remuneration Committee.

IT WAS AGREED that 5 trustees be on each committee and the quorum be 3.

IT WAS AGREED that there be a minimum of 4 committee meetings a year for all committees except Remuneration Committee that would meet at least once.

IT WAS AGREED that the following Trustees would serve on the Committees:

a. Audit and Risk Committee

J Simeons - Chair

S Radnedge – he would be shadowing the Chair during the year for succession planning

S Parker

J Newnes

G Bray

b. Resource and Infrastructure Committee

S Parker – Chair

J Simeons

S Radnedge

A Mann

G Bray

c. Remuneration Committee

S Parker - Chair

J Simeons

S Radnedge

J Newnes

A Mann

d. Quality of Education Committee



	<p>S Goswell – Chair H Casson K Chandler H McKinstry R Mason</p> <p><u>IT WAS AGREED</u> that meeting dates, where possible, would avoid Tuesdays and all would start at 8.30 am. All Trustees could observe any committee meeting if they wanted to.</p> <p>HC would be observing other Committees where possible.</p> <p>SF a draft agenda would be sent to the Chairs 3 weeks before the committee meeting by the Governance Coordinator, who would then set up a short teams meeting. The plan was that papers would be sent out 2 weeks prior to the meeting. They would try to prevent late papers. The ultimate decision would be made by the Chair as to whether to include late papers or not.</p> <p>SF all relevant information would be made available through Governor Hub to all Trustees and agenda notices would be sent via email to members of the Board and Committees from that platform. In all cases, the minutes would be completed within 2 weeks of the meeting. The in-meeting actions would be reported within an actions log. The Board and Committees could then ensure that the actions were being followed up.</p>	
9	<p><u>Lead Trustees</u></p> <p><u>IT WAS AGREED</u> that the following Lead Trustees be appointed:</p> <ul style="list-style-type: none"> a. Safeguarding – H Casson - reporting to the Trust Board. Safeguarding would be a standard Board agenda item with A Daniels, Director of Inclusion invited. b. SEND – J Newnes - reporting to the Quality of Education Committee c. Careers – H Mckinstry & R Mason - reporting to the Quality of Education Committee d. Whistleblowing – S Foard Chair of the Board of Trustees 	
10	<p><u>Link Trustees discussion</u></p> <p>SF there would be a deep dive twice a year into each school. Community Champions would be providing feedback into the insight day for each school. They would be looking at feedback virtually. How</p>	



could we improve the upward and downward communication from what parents are saying. At that time they were not getting the required feedback through the schools.

SR asked for the item to be put on a future Board agenda, including KPIs, the why and the what. They needed clarity on the strategic goals.

JN would welcome more time on the issue at a different time. Tension of the flow of information, the structure put in place could be compromised due to the links that were already in place.

SR it would be important to break down the barriers of communication with the Headteachers.

SG sometimes the Trust needed to focus on the Trust with Trustees. Relationships would be important. They needed to build up the relationships between schools and trustees. There needed to be clarification on what that meant and what the Headteachers wanted would be important. Schools are busy. They didn't want to add things to busy schools. In order to make the Trust's reputation better, work with the Leadership teams within schools, and be supportive, we would be there to listen, help, understand and not seem threatening.

RM they could be involving the Headteacher on what they wanted to show. It would be a good way to spread the load.

ST let trustees know that they would be called on to be on permanent exclusion panels and an online training session would be offered.

CC the link trustees were a good idea. Including location-based education provision at different stages.

It was agreed that trustees would come back to the discussion.

SF there needed to be greater communication about what benefits there were for schools being within CELT.

JN how did we know that the schools had a good reputation?

HC the results would tell us how well children had done. It would be difficult to quantify.

SR the perception could be that middle managers had taken something from schools. The communication basics were needed. We need to go out to every parent and understand what they think of the school. We need to change hearts and minds. Everyone likes to blame the government when things go wrong. An Academy Trust is on a pedestal to be targeted.



SR the schools are what the students and parents care about. Asked if the Trust would be happy operating in the shadows or did we want a forward-facing campaign with a communications policy.

SF learners were at the heart of things. At the next meeting, the Trust Leader would give Trustees the vision of what was being done.

HC the narrative in the schools was the issue. They needed to understand the Trust dividend. We have to change the narratives in the schools.

SG a survey might not be the initial focus. We need to build relationships with the schools. Our reputation in the community comes from the schools. We need to make sure that the schools know how we work, know who we are, trust us. The attitudes fed down to the staff and into the community.

AM there might be a disconnect of things happening in reality and what is happening at Board level. Headteachers were looking after the children, it was about embedding the Headteachers to come and understand who trustees were, dropping into schools too.

JN it could be a basic relational model. The school needed to feel that the Board cares for them and they then care for the children. The leadership capability of the Headteachers is important because they carried the culture of their schools. They confronted the way that the world was. The Scheme of Delegation would be really important here. There were fixed parameters within which people work and they were supported within those parameters.

JS the education of the children was right at the top of the list. They were not used to working with financial performance targets in the same way as industry had. It had been a shift in mindset in recent years.

RM he was used to hearing that trusts get criticised. They get the blame for various things locally. CELT had a placed based ethos and a consistent best practice model on behaviour and attendance. There was a consistent thread across the secondaries. Of the CELT schools, he had spent most of his time at Poltair and Penrice. There were important golden threads that were shared across the Trust.

JS we used Penrice to lift Poltair School in recent years. People were now choosing to send their children to Poltair. A minority of parents didn't want uniform policies or other policies, parents looked around for somebody to blame.

SF had seen a real change in recent months. Communication needed to be improved. People wanted to move forward. There was a need to win hearts and minds. We needed to meet the needs of learners in individual communities. It was a time of change.



	<p>JS the initial reaction to change is usually that it is not wanted. It takes time to accept change and finally change it and move forward.</p> <p>SR a KPI is sharing information that is strategic and inclusion. A link trustee needed to get key information from the school Headteacher and leadership team.</p> <p>HC as a Board we needed to understand the impact of the Trust. Our governance will show the impacts.</p> <p>SF the matter of link trustees would be re-visited on the agenda of a future meeting.</p> <p><u>ACTION</u> ST will do an induction pack that will be available before the 7th October. Other documents such as the Articles and Academy Trust Handbook would be included in that.</p>	
11	<p><u>Perception of the Trust discussion</u></p> <p>The discussion took place under item 10 and would be re-visited at a future meeting.</p>	
12	<p><u>Communication/Governor Hub</u></p> <p>SF the communications with trustees would be made through emails. On 7th October there would be an IT person available to assist with setting up individual CELT emails on trustees' phones. The CELT gov email address must be used for communications rather than other email accounts.</p>	
13	<p><u>Trust Lead verbal update</u></p> <p>This item was deferred to the next meeting.</p>	
14	<p><u>AOB</u></p> <p>SF feedback was invited from Trustees about the meeting. The responses were supportive of the approaches being taken.</p> <p><u>IT WAS AGREED</u> that changes to the Scheme of Delegation be highlighted within the new document that would be made available at a short Board meeting on the 7th October 2025.</p> <p><u>IT WAS AGREED</u> that the Finance Policy would go to the Resource and Infrastructure Committee.</p> <p>SR asked for a list of key contacts for administrative support.</p>	



	The meeting ended at 12 noon	
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