

**Minutes of the Esteem Multi-Academy Trust Annual General Meeting
Wednesday 6th December 2023
Newstead Room, Esteem Central Offices at 6.30pm**

In Attendance	Role
Bernadette Hunter (BH)	Member (Chair of Members)
Katherine Soanes (KS)	Member
Mark Phillips (MP)	Member
Greg Longley (GL)	Member
Mark Emly (ME)	Trustee (Chair of Trustees)
Dawn Butler (DB)	Trustee
Craig Kennady (CK)	Trustee
Sheran Fernie (SF)	Trustee
Jackie Bull (JB)	Trustee
Pauline Melvin-Anderson (PMA)	Trustee
Julian Scholefield (JS)	CEO
Mandy Lee (ML)	Deputy CEO
David Smith (DS)	Finance Director
Clive Lawrence (CL)	Chief Education Officer
Hannah Jones (HL)	Hart Shaw LLP
Rebecca Bage (RB)	Clerk
Apologies Received	Role
Ian Coker (IC)	Member
Martin Finch (MF)	Trustee

Quorate

01-12/2023 Welcome and Introductions

BH welcomed attendees and led introductions.

RB confirmed that the meeting was convened in accordance with EMAT articles. She provided a reminder to members on their role in holding the trust board to account and provided clarification on the requirements of an AGM, directing questions and maintaining a strategic focus.

02-12/2023 Apologies for Absence / Declaration of Interest

Apologies received from IC and MF were accepted. There were no declarations of interest and attendees confirmed that there were no changes to report from the previously completed declaration of interest forms.

03-12/2023 Approval of Member's Meeting Minutes / Matters Arising

The minutes from the members meeting held on 12th July 2023 were unanimously **agreed as a true and accurate record**.

There were no matters arising.

04-12/2023 Agree Items of Any Other Business

No items of AOB were requested.

05-12/2023 CEO Update

5.1 Trust Achievements 2022-2023

JS positioned areas of focus and priority for the Trust during the year and successes. This included;

Ofsted

JS appraised of what inspections had taken place during the year and outcomes. It was noted that since the Trust formed there had been x10 inspections with x9 of those taking place during 2023. JS reported a positive balance overall and shared his thoughts and reflections on the inspections and how schools had performed. JS advised that x1 school had secured an 'Outstanding' grade and x7 schools a 'Good' grade. He expressed disappointment that x1 school had received a 'Requires Improvement' outcome and highlighted the focus and pace of improvement at the school. It was noted that the most recent inspection outcome was unknown as the report had yet to be published.

JS discussed with members the types and frequency of inspection. He explained which inspections had been graded or ungraded. Trustees in attendance and operational leads commented on the support provided by the EMAT central team to schools ahead of, and during, inspection and the positive feedback received from headteachers and their teams. Reflections were shared with regards to the approach taken when preparing for inspection and how the school's share their own assessment and evaluation during an inspection.

ME appraised of involvement of trustees and governors during the inspection process and reflected on his own experience. He expressed thanks to all those involved in a governance role who had met with inspectors and commented on the reporting back from inspections from a strategic context.

The direction of travel and improvement trajectory of schools was commented on and JS appraised of focus and action planning at the schools in the Ofsted window. He expressed that learning is always taken, any areas of weakness addressed with SI support, and commented that there is confidence with regards to the next inspections.

Trust Growth

JS reflected on Trust growth during the year confirming that Derby Pride Academy (DPA) joined the Trust on 01 February 2023. He shared that Brackenhill School would be the next school to be welcomed into the Trust and the delay to the expected transfer timeline was explained. JS advised that during the year the Inclusions Pathways Team (day 6 provision) had moved into Esteem from Derbyshire Local Authority. He commented on the approach taken and shared that this evidenced trust from the LA in allowing Esteem to provide this service. JS shared that this amounted to the move of approximately 80 staff. This was discussed and reflections shared on the focus and hard

work involved with the transfer of work which JS commented, reflected on the success and efforts of our AP and central team.

JS provided an update with regards to schools and alternative provisions that had expressed an interest in joining the Trust and appraised of expressions of interest submitted. The Trust growth trajectory, geographical spread and due diligence process was discussed. Members fed back that the level of interest was really positive and assurance around due diligence, oversight and involvement of the Trust Board and decision making was discussed.

JS commented on links with other schools in the Derbyshire, Derby City, Nottinghamshire and Staffordshire areas. He explained how the Trust was supporting other schools and what arrangements were in place. **A member asked about the strategic view with regards to mainstream schools.** JS commented on the need to evidence and develop capacity in mainstream and highlighted the support that is being given to a mainstream school.

The potential for an additional mainstream school joining the Trust was discussed. He advised that he and ME had a meeting planned with the Department for Education (DfE) to discuss capacity and trust growth. JS commented on the expectations around growth and growth strategy.

5.2 Priorities for the Year Ahead

JS advised of the priorities and focus going forward. He highlighted the need to carry on doing what is working well and to ensure ambitions are achieved. A priority area is to ensure the schools within the Trust are the best they can be and that there is a drive-up of educational standards. There is a focus on those schools who have previously been judged as RI to ensure that they get an improved grade and the central team will continue to work with schools to ensure they move forwards.

JS reflected that the focus is not just on growth and shared his thoughts that when some schools join a trust they can be capacity givers. Thoughts were shared with regards to structures in trusts, modelling and ways of working. Ensuring SEND remains a key priority for mainstream schools was discussed and views shared.

Members fed back that they appreciated the transparency and openness with regards to expected growth and capacity planning. Praise was also expressed with regards to financial stability in light of funding and SEND challenges facing the sector. .

BH thanked JS on behalf of members for his update and acknowledged the ongoing hard work and positive impact of the Trust on the pupils and communities that it serves.

06-03/2022 EMAT Finance

6.1 Presentation of Audited Accounts

RB advised that the following documents which had been circulated ahead of the meeting;

'EMAT AGM Notice'

'Accounts for the year ended 31 August 2023'

'Management Letter and Report- 21/11/23'

'Letter of Representation'

'Letter of Representation'

Financial Statements

HJ confirmed with trustees that they had received and considered the EMAT audited accounts and related documents.

The Accounts for the year ending 31st August 2023 were positioned and the document was shared on screen. HJ guided attendees through each page and drew attention to the following key areas;

Page 1 and 2 – no queries raised with regards the information detailed and brief review of each section.

Pages 3 to 16 - Trustees report explained and confirmation that all required sections included. Figures on page 12 , key numbers and carry forward detail highlighted.

Page 17 to 19– Governance statement highlighted and key elements positioned.

Page 24 – Trustees made aware of their responsibilities with regards to the accounts

Page 25 - Going concern section explained. Trustees noted the accounts state ***'Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the academy trust's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.'***

Systems of internal control and statement of regularity and compliance positioned and talked through. HJ advised that it was a clean report with nothing of significance to report.

HJ positioned the balance sheet and explained the snapshot as at 31 August 2023. She read through the key figures and explained that from an audit point of view Esteem had proven as a Trust to be very astute and forward thinking with regards to investments and that the trust is financially sound. She reflected that the accounts were amongst the best seen for similar organisations and that this was a reflection on the Trust and the finance team.

A trustee asked about the defined pension liability and this was discussed and the figures explained.

HJ continued to talk through the remainder of the document and highlighted the numbers and wording in relation to related party transactions detailed on pages 52 and 59.

6.1 Presentation of Audit Management Letter

HJ checked that all attendees were happy with the overview and went onto position the Management Letter. Attention was brought to the appendix 2 summary and HJ explained that due to the very positive nature of the report that there were minimal adjustments. She commended the finance team for the high standard of reports.

Appendix 1 and appendix 3 were talked through and attention drew to recommendations and advisory points which were discussed.

Trustees asked;

Q. Have the recommendations from last year all been resolved?

A. Yes.

Q. What was the value re the top advisory point?

A. Under £50k (context was provided re why this had been included as an advisory point)

Q. The third point, how many did you find?

A. One

Trustees noted that comment had already been provided on the recommendations by the finance team.

The remaining documents/letters were positioned and talked through.

ME thanked HJ for her report and reassurances in relation to the financial health of the Trust. Thanks also extended to the finance team, central team and school staff.

Trust Board Agreed/Approved:

- ✓ Trust Board approval of EMAT Annual Report and Accounts for the Year Ending August 2023
- ✓ Formal documentation signed-off by Chair of Trust Board and CEO (Accounting Officer)

07-12/2023 Resignation/retirement/election of Trustees or Members

RB confirmed that there were no changes or appointments to consider.

08 – 12/2023 Questions from those in attendance

RB advised that there had been no questions sent to her from members ahead of the meeting. **BH asked** members if they wished to ask any questions and none were raised.

09 – 12/2023 Items of AOB

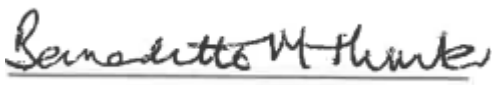
No items requested.

10 – 12/2024 Date of 2024 Members Meeting / Meeting Close

The date of the next members meeting is 17th July 2024.

BH brought the meeting to a close at 19:45 thanking all attendees, on behalf of the members, for their contributions and open discussions and RB for organising and planning the meeting.

Governance Requirement: Minutes signed as true and accurate record by Chair of Members.

Signed: 

Date: 17/07/24