



Department
for Education

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Date: 30 September 2026

Athena Learning Trust
Dunheved House, Dunheved Road
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PL15 9FB

Company Number: 08150106

By email: [REDACTED]

Dear [REDACTED]

Notice to improve: ATHENA LEARNING TRUST

I am writing to you in your capacity as the [REDACTED] of ATHENA LEARNING TRUST (the Trust), further to the Notice to Improve (Ntl/Notice) sent to the Trust on 16 July 2026. This letter is to inform you that, following the information you supplied as part of the factual accuracy checks in response to the Notice, the Department for Education has concluded that while there is some new evidence, it is not sufficient to demonstrate effective trust board oversight and therefore the Trust has breached a number of governance requirements set out in the Academy Trust Handbook (ATH). I remain satisfied that these breaches are sufficiently serious to warrant the issue of a Notice on governance grounds. The date of issue will be considered the date of this letter.

I recognise the constructive engagement of the Trust throughout this process and the additional information shared with the Department in recent months. I also acknowledge the progress made in strengthening behaviour, inclusion and SEND arrangements in recent months, together with the Trust's decision to transfer its schools as part of its plans to secure long-term improvement and sustainability.

We carefully reviewed the information provided by the Trust, in response to our letter in June, that sought assurances on exclusion practices, governance oversight, behaviour and inclusion arrangements, in addition to the information provided in July, in response to the Ntl factual accuracy checking. While this information provides greater evidence of governance awareness and discussion of suspensions and permanent exclusions than was previously available, there remains limited evidence that this scrutiny consistently

resulted in changes to practice, secured sustained improvement, or provided the level of assurance required at a trust board level. I remain concerned that governance arrangements have not provided sufficiently effective oversight, challenge or assurance in relation to suspensions and permanent exclusions across the Trust, and that scrutiny of outcomes for vulnerable pupils, particularly those with SEND, has not been sufficiently robust.

While I recognise the progress that has been made and the actions now underway, effective governance remains critical during the coming months. This is particularly important as the Trust works with the Department and stakeholders on the proposed transfer of its schools, and as trustees continue to discharge their responsibilities for securing high-quality and inclusive education for all pupils.

Based on the Trust's response to the Ntl, I remain concerned about the following:

- While the additional information demonstrates greater governance awareness and challenge than was previously evidenced, particularly through the Education Performance Committee (EPC), there remains limited evidence that significant concerns regarding suspensions, permanent exclusions and inclusion were consistently escalated to, scrutinised by, and assured through the trust board.
- Governance records do not provide sufficient evidence that the board systematically scrutinised suspension and permanent exclusion trends, including consideration of comparative data, persistent outliers and the effectiveness of actions taken to secure improvement.
- Although rates have improved from previous peak levels and the Trust has implemented a range of behaviour, inclusion and SEND initiatives, significant disproportionality for pupils with SEND remains evident. There is insufficient evidence that governance bodies consistently evaluated the impact of interventions or sought assurance that outcomes were improving.
- While the Trust has established policies, procedures and improvement plans intended to support inclusive practice and proportionate use of suspensions and permanent exclusions, governance documentation does not provide sufficient assurance that these arrangements are being monitored effectively and implemented consistently across the Trust.

The following paragraphs of the ATH state the roles and responsibilities for Trustees:

1.1 Trusts perform an important role in advancing education, promoting pupil welfare and keeping trusts' estates safe and well-maintained. Trustees and management must have the skills, knowledge and experience to run the academy trust.

1.10 The academy trust is the legal entity with the board having collective accountability and responsibility for the academy trust and assuring itself that there is compliance with regulatory, contractual, and statutory requirements. The academy trust board provides:

- **strategic leadership of the academy trust:** the board defines the trust vision for high quality and inclusive education in line with its charitable objects – it establishes and fosters the trust’s culture and sets and champions the trust strategy including determining what, if any, governance functions are delegated to the local tier
- **accountability and assurance:** the board has robust effective oversight of the operations and performance of the academy trust, including the provision of education, pupil welfare, overseeing and ensuring appropriate use of funding and effective financial performance and keeping their estate safe and well-maintained
- **engagement:** the board has strategic oversight of relationships with stakeholders – the board involves parents, schools and communities so that decision-making is supported by meaningful engagement

2.1. Trustees and management **must** maintain robust oversight of the academy trust.

3.1. All academy trusts **must** have a programme of internal scrutiny to provide independent assurance to the board that its financial and non-financial controls and risk management procedures are operating effectively.

I recognise the cooperation and extensive discussions that have taken place between the Trust and officials. However, my concerns remain in relation to weak governance and oversight at the Trust. Given the seriousness of the concerns we have, it is clear that the Trust has failed to comply with the requirements outlined in paragraph 1.1; 1.10, 2.1 and 3.1 of the ATH.

This letter and its annexes serve as a reiteration of the Ntl sent to the Trust on 16 July 2026 in respect of governance at the Trust. It reflects the Department’s concerns about the board’s oversight of the Trust. This Notice will be in place until such time as I have full assurances that there are appropriate and compliant governance controls at the Trust.

The Trust is required, pursuant to the provisions of the ATH and the Funding Agreement (FA), to comply with the terms of this Notice. These terms are set out in Annex A.

We will monitor progress made towards meeting the requirements of this Notice. We will lift the Notice when the requirements set out in the annex have been met in full.

We will support the Trust as it implements the required changes through regular contact and clear routes of escalation to resolve any questions or queries you might have.

However, if the Trust is unable to deliver the necessary improvement or fails to make sufficient progress against the conditions, we reserve the right to issue a revised Notice and add further specific conditions. Should it become evident that the Trust is unlikely to fulfil the conditions and / or requirements set out in this Notice and / or within the agreed timescales, we will explore the contractual intervention options available.

In the event that the Trust fails to meet the requirements of this Notice, to the satisfaction of the Secretary of State, it will be considered to have failed to comply with the terms of the ATH. This will amount to a breach of the terms of the FA and may lead to its termination.

If continued non-compliance with the ATH occurs, we may also refer the case to the Charity Commission and/or Insolvency Service for further investigation, as deemed appropriate in the circumstances.

I should be grateful if you would acknowledge receipt of this letter by email within three working days of the date of this letter to me [REDACTED]. The Trust has 10 working days to offer any final comments on factual accuracy before publication. The Trust is required to publish the Ntl on its website within 14 days of it being published on GOV.UK and retain it there until the Ntl is lifted.

I recognise that this may be an uncertain time for the Trust and its staff. I am mindful of creating additional pressures on individuals involved. Therefore, we ask the Trust to ensure appropriate provision is in place to support all its staff, as necessary. You may find the [Education staff wellbeing charter](#) helpful.

We will continue to keep clear and regular lines of communication open with you. As such, one of my officials, will be in contact shortly to answer any questions you may have, and to discuss the next steps in more detail, including any support the Trust may need to drive the necessary improvements. I look forward to hearing from you.

Yours sincerely



Lucy Livings and Matt Stevenson

Regional Directors (job share), South West Regions Group

CC.

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

ATHENA LEARNING TRUST

Annex A

Notice to improve

The Department for Education (DfE) has decided to issue a Notice to Improve (the 'Notice') as a consequence of ATHENA LEARNING TRUST (the 'Trust')

- Governance oversight and scrutiny of suspension and permanent exclusion data is weak, demonstrating that Trustees do not have the skills, knowledge and experience to run the academy trust as required in the Academy Trust Handbook (ATH) paragraph 1.1; 1.10; 2.1 and 3.1.

Conditions

1. The trust is required to comply with all of the conditions set out in Annex B.

Governance requirements

2. The Trust is responsible for its own oversight, control and governance and is expected to take appropriate action to strengthen the weaknesses identified and return to compliance with the ATH.
3. The Trust should take all appropriate actions to ensure the action plan agreed with the DfE is fully implemented.
4. The DfE must be satisfied that the Trust is doing everything it can to rectify the weaknesses identified.

Monitoring and progress

5. The Trust is required to submit the evidence for the specific conditions to the timescales outlined in Annex B to enable the DfE to monitor compliance and progress.
6. Should it become evident that the Trust is unlikely to fulfil the conditions and / or requirements set out in this Notice and / or within the given timescales, the DfE will begin to consider and explore the contractual intervention options available.

Compliance and the end of the notice period

7. As outlined in Annex B, the Trust is required to submit evidence to demonstrate compliance with the conditions of this Notice, which the DfE will use to monitor the Trust's progress. Annex B sets out the detail of the evidence required to fulfil the conditions and the timescales to submit this evidence to the DfE.

8. When the Trust meets all the conditions outlined in this Notice, is fully compliant with the most recent edition of the ATH and no other breaches have been identified, the DfE will write to the Trust to confirm that the Notice has been lifted.

Annex B

ATHENA LEARNING TRUST

Table of conditions

The table below summarises the conditions that have been placed upon Athena Learning Trust (“the Trust”). It sets out the evidence the Trust must provide, and the timescales the Trust must meet, to show that they have complied with the Notice to Improve (“the Notice”). All conditions set out in the table must be met before the Notice can be lifted.

Condition 1: external review of governance (ERG)	The Trust must commission and fully participate in an external review of governance by an independent body and must agree the scope and terms of reference with DfE. Where the review identifies any gaps in skills and experience, at Board level, the Trust must provide a plan for how it will recruit trustees with the relevant skills, knowledge and experience.
Evidence required to show compliance with condition	The Trust must provide DfE with: • the draft scope and terms of reference of the review for DfE approval • the findings of the review • a Board-approved action plan and timeline to address any issues identified • evidence of having met the actions set out in the action plan, including a recruitment plan to address any skills gaps at Board level • if relevant, reasons why any recommendations have not been implemented
Timescale for condition 1	The Trust must provide DfE with the findings of the review, a Board-approved action plan following the ERG and timeline for addressing any issues by 18 December 2026. Evidence of progress towards this action plan must be provided to DfE by the end of each term.

Condition 2: effective governance arrangements	The Trust must ensure that effective arrangements are in place for its members to hold the trust board to account for performance and governance. The Trust must obtain assurance that these arrangements are operating effectively, formally draw this condition to the attention of its members and provide evidence to the department of the actions taken.
Evidence required to show compliance with condition	The Trust must demonstrate to DfE how it has tested the effectiveness of member oversight and what actions it has taken or will take, working with members, where assurance has been insufficient. This Trust's evidence should include coverage of, but is not limited to, members: • reviewing and challenging the Trust board's performance, including through scrutiny of the annual report and accounts, audited financial statements and any governance or external reviews • engaging appropriately in the Trust's Annual General Meetings (if applicable during this time period) • understanding and, where necessary, exercising their powers to appoint or remove trustees in order to uphold effective governance and protect the Trust's charitable purposes • keeping the trust's articles of association under review, and initiating or approving amendments where these are necessary to ensure continued fitness for purpose • maintaining sufficient independence from the Trust board to provide objective oversight and effective challenge • remaining informed of relevant developments in education policy, charity law and governance best practice which may affect the Trust The Trust must: • maintain appropriate records of decisions and reflections, demonstrating how member actions and interventions have influenced governance effectiveness and the Trust's strategic direction.
Timescale for condition 2	Record of decisions and reflections, demonstrating how member actions and interventions have influenced governance effectiveness and the Trust's strategic direction provided to DfE by the end of each term.

Condition 3: trust oversight of performance	The Trust is required to develop and implement a trust-wide improvement plan to strengthen its oversight and use of suspensions and permanent exclusions, particularly in secondary academies where rates remain significantly above national averages. This plan should include clear objectives, monitoring arrangements, and measures of impact.
Evidence required to show compliance with condition	The Trust must provide DfE with: • a trust wide improvement plan setting out what actions it will take to strengthen oversight of suspensions and permanent exclusions, particularly where rates are above national averages, and how the Trust will measure and track the effectiveness of those actions • regular analysis of the trust's work to reduce suspensions and permanent exclusions, including evaluation of the impact of actions taken and progress against planned activity • termly suspension and permanent exclusion data, including detail on the use of internal exclusions or referral rooms in each school
Timescale for condition 3	The improvement plan should be submitted to DfE by 6 November 2026. Evidence of progress towards the actions in the improvement plan, as well as exclusions data, must be provided to DfE by the end of each term.

Condition 4: trust oversight of performance	The Trust must provide evidence that trustees, the Education Performance Committee (EPC) and Local Governing Bodies provide effective scrutiny, challenge and oversight of suspensions and permanent exclusions, in line with paragraphs 108–111 of the statutory <i>Suspensions and Permanent Exclusions Guidance</i>. The Trust should demonstrate that: • statutory SEND duties are being implemented consistently across all academies and behaviour data is routinely interrogated • any disproportionality, particularly for pupils with SEND, is identified, challenged and action taken • governance records clearly evidence evaluation and analysis of trends, impact and improvement actions including the trust's work to reduce the level of suspensions and permanent exclusions • particular emphasis is placed on rigorously monitoring SEND outcomes and exclusions, ensuring that support and reasonable adjustments are effective in meeting pupils' needs.
Evidence required to show compliance with condition	The Trust must provide DfE with: • copies of all future Trust board and committee meeting minutes, together with all papers, documents and reports considered at those meetings. The Board and committee records must evidence robust trustee oversight and governance including monitoring of the improvement plan and, where applicable, decisions made which represent value for money. • evidence demonstrating progress against the action plan, including delivery against agreed targets and milestones, supported by analysis of trends in suspensions and permanent exclusions.
Timescale for condition 4	Minutes following each Trust board and committee meeting, as well as evidence of progress towards the action plan must be provided to DfE by the end of each term in which the meetings took place.

Condition 5: implement agreed transfer condition	The Trust must continue working with the DfE to facilitate the smooth transfer of the Trust's academies and during the Trust's subsequent wind-up, to ensure compliance with the ATH as the Trust closes.
Evidence required to show compliance with condition	The Trust must: • provide accurate and timely information to support the transfer including: ○ complying with any requests for information to support due diligence ○ engaging effectively to finalise the Commercial Transfer Agreement (CTA) • ensure the Trust is successfully wound-up, and appropriate arrangements are made for final financial reporting
Timescale for condition 5	Trust to use all reasonable endeavours to conclude the transfer process by the end of the 2026/27 academic year.