



**Minutes of the Diverse Academies Trust meeting held on the
11th December 2019 at 5.00pm at Diverse Education Centre**

Governor name	Initials	Governor category	A = absence
Mr M Quigley	MQ	Chair and Trustee	
Mr J Rolph	JR	Trustee and Member	
Mr I Storey	IS	Trustee	
Mrs M Blore	MB	Trustee and Member	
Mr P Mabbott	PM	Trustee	A
Mrs C Burn	CB	Trustee	A
Miss C White	CW	Trustee	Resignation
Mr D Schwarz	DS	Trustee	

In attendance:

Staff name	Initials	Role	
Mr C Pickering	CBP	Chief Executive Officer	
Mr M Blois	MB	Partner Browne Jacobson	
Mrs E Paine	EP	Temporary Clerk /Advisor	

Item No	Item	Action/ by who/when
DAT/030/19/20 Agenda Item 1	<p>Apologies for absence</p> <p>Apologies for absence were received and agreed from Mr P Mabbott, Mrs C Burn and Miss C White due to work commitments.</p> <p>Miss White had indicated a resignation would be forwarded due to work pressures.</p> <p>Trustees accepted the resignation. Miss White would no longer continue in her role as a trustee and member of the board.</p>	
DAT/031/19/20 Agenda Item 2	<p>Declaration of interest</p> <p>There were no declarations of interest, either direct or indirect, for any items of business on the agenda.</p> <p>The chair asked if anyone had any declarations to update. Trustees confirmed that the declarations given at the beginning of the academic year were correct.</p>	
DAT/032/19/20 Agenda Item 3	<p>Draft Browne Jacobson Governance Review</p> <p>Mr Blois summarised key points of the external review in the draft report that had been circulated prior to the meeting.</p> <p>It was acknowledged there was a strong sense of ownership of trustees and members with an annual delivery plan including knowledge of good practice. This included five strategic objectives to provide support for the board and success criteria. It was confirmed there was a strong and ambitious moral with a positive CEO (Chief Executive Officer) succession plan in place.</p>	



	<p>It was acknowledged specific recruitment of additional members is required. The outcomes of the review were positive and it was suggested a review of best practice should take place. Areas of concern were acknowledged by Trustees.</p> <p>Trustees were to review whether any strategies should be put in place as a result of the concerns raised in the report.</p> <p>It was confirmed there was a positive maturity of governance in the Trust.</p> <p>Discussion took place regarding Clerking recruitment and training events.</p> <p>Mrs Blore [MB] confirmed <i>conferences taking place locally should be taken on board.</i> Discussions surrounding costings and travel took place.</p> <p>The CEO explained the new schemes of delegation have provided clarity of role for Trustees and governors and who was accountable to the DAT Board. It was acknowledged the procedure for reporting to the Trustees was successful.</p> <p>The Chair thanked Mr Blois for the work undertaken. Mr Blois left the meeting at 5.30pm.</p> <p>The Chair requested all findings from the External Governance Review should be referred to the Governance and Partnership meeting for discussion in an effort to reach a decision regarding the recommendations.</p> <p>Review of invitation of local governors to Trust Committee meetings is to be decided and whether voting rights are to be granted at the Governance and Partnership meeting.</p> <p>All Trustees were in agreement of the re-organisation of the governance workshop in January details of which are to be forwarded. Any conferences previously cancelled were to be re-arranged.</p>	<p>Trustees 05/02/2020</p> <p>Trustees G&P</p> <p>Trustees G&P</p>
<p>DAT/033/19/20 Agenda Item 4</p>	<p>Minutes of the meeting dated 16th October 2019 The minutes of the meeting, having previously been received were agreed and signed by the chair.</p>	
<p>DAT/034/19/20 Agenda Item 5</p>	<p>Matters arising DAT 22/19/22 – Minor amendments to Companies House Scheduled The Chair confirmed four minor amendments had taken place and were agreed.</p>	
<p>DAT/035/19/20 Agenda Item 6</p>	<p>Approval of DAT Audited Accounts It was confirmed that Trustees and members present recommended approval of DAT accounts.</p>	



	<p>Mr Rolph [JRR] confirmed discussion and circulation of accounts had taken place. Board members were advised accounts can be requested if required. Brief discussion took place around procedure and the audit findings. Trustees explained the report should be circulated immediately it is received. A review of the dissemination procedure, informing Trustees and the process how this filters into the accounts was required.</p> <p>Trustees acknowledged the importance of the report for Trustees. The following discussion was confidential and therefore recorded separately.</p> <p>Mr Rolph [JRR] confirmed he was satisfied and in agreement with the audited accounts.</p> <p>The Chair confirmed the trustees present were in agreement with the decision and Trustees approved the Accounts for 2018/19 could be signed and forwarded to Members.</p>	<p>MQ/AE 05/02/2020</p>
<p>DAT/036/19/20 Agenda Item 7</p>	<p>Recommendation reappointment of Smith Cooper for the 2019/20 academic year to DAT Members</p> <p>The Board were happy to recommend reappointment of Smith Cooper for the Academic Year.</p> <p>Mrs Blore[MB] questioned reappointment of the same firm for a certain period of years. Mr Rolph[JRR] confirmed review of the tender was to take place during the academic year. The Chair provided clarity around time scales and the legal tender process. Reconsideration was to take place at the end of next year.</p>	
<p>DAT/037/19/20 Agenda Item 8</p>	<p>Standing agenda items:</p> <p>1. CEO's report including ADP executive update</p> <p>A Brief discussion took place around NCEAT and the Memorandum of Understanding. This was a confidential discussion and therefore recorded separately.</p>	
	<p>The Agenda was taken out of order at this point.</p>	
<p>DAT/039/19/20 Agenda Item 10</p>	<p>Executive Items</p> <p>1.Overarching Policy Checklist</p> <p>Trustees confirmed agreement of the overarching Policy checklist.</p> <p>The Chair confirmed exclusion should be presented in the Standards & Outcomes committee and removed from the Governance & Partnership.</p> <p>Mr Rolph [JRR]explained all Pay and Reward should be stated as Performance and Remuneration with a sub-committee of Performance and Remuneration.</p> <p>2.Modern Slavery Statement</p> <p>Members and Trustees were in agreement with the Modern Slavery statement. Mr Pickering provided clarity regarding the document.</p>	<p>AE 05/02/2020</p> <p>AE 05/02/2020</p>
<p>DAT/037/19/20 Agenda Item 8</p>	<p>Standing Agenda Items</p> <p>2.Committee Meetings Updates from Chairs</p> <p>Standards and Outcomes (11.12.19)</p>	



Mrs Blore [MB] acknowledged the ELA (East Leake Academy) Ofsted Report which was to be celebrated.

Trustees should review the two strategy papers discussed at the S&O (Standards & Outcomes) meeting.

Trustees should review AIR documents. **Mrs Blore [MB] advised** these were useful documents.

It was confirmed the Year 11 plans for QEA (Queen Elizabeth's Academy) and THA (The Holgate Academy) were due to be reviewed. No decisions were made. Mr Schwartz [DS] would attend the S&O meeting in February as where it would be decided who would take the Chair of the S&O role.

Finance and Resources (11.12.19)

It was confirmed there were no issues raised.

Audit & Risk (06.11.19)

A presentation by Mr Knight (Executive Leader for PDBA) on the safeguarding audit had taken place.

It had been agreed at the Audit & Risk meeting Mr I Storey [IS] would take on the role of Chair.

It was confirmed that any issues that had arisen in the meeting were now resolved with steps in place.

Governance and Partnership (26.11.19)

The Skills audit issue had been reviewed. It was reported a workshop in mid-January was to be arranged.

A meeting early in the new year was to be arranged to discuss any issues.

It had been agreed that voting rights would not be granted for local academy governors attending Trust meetings, in the meeting.

Trustees were advised Mrs Thornton (Senior Executive Lead) will report to next G&P meeting. Induction would also be discussed at that meeting.

NCEAT withdrawal committee

It was confirmed sufficient discussion had taken place which was confidential.

Performance and Remuneration

It was confirmed that necessary review of salaries had taken place with any recommendations made. Actions in relation to the ESFA were satisfactory. Further review would take place by Mr Corban (Chief Operating Officer).

Trustees were satisfied with the Pay Gender Report.

Mr Pickering[CBP] left the meeting at 6.50pm.

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	<p>Discussion took place surrounding action plans in place and flexible positions and equal pay. Trustees acknowledged positive discrimination should be avoided.</p> <p>3.Statutory update, changes to legal documents and Companies House filing: It was confirmed Mrs Burn[CB] and Mr Schwarz[DS] were now registered as Trustees/Directors at Companies House.</p> <p>4. Annual Requirements Signed Code of Conduct. This would not be provided by Miss White due to resignation.</p>	
<p>DAT/038/19/20 Agenda Item 9</p>	<p>Trustee Items:</p> <p>1.Skills audit responses The Chair confirmed this was being dealt with by Mrs Elway (Head of Governance).</p> <p>2. Confirmation closure DALP Trading Limited The Chair advised this had been approved at the recent Governance and Partnership Committee meeting as the company was inactive. When confirmation from NCEAT is received the Company Secretary will be asked to dissolve the company.</p> <p>3.Dates for Workshop mid-January 2020 It had been confirmed at the Committee Meetings this should be rearranged in early January.</p> <p>4.Voting rights of non-trustees if appointed onto Committees It was agreed that non-trustees would not have voting rights and non-trustees would be rotated on a yearly basis.</p> <p>The Chair explained a conflict situation had arisen regarding a local academy governor. Brief discussion took place and it was resolved that the Vice Chair would not continue in this role. It was agreed the governor could remain on the Academy Committee with a review of his teaching contract at the academy to take place at the end of the academic year.</p> <p>5.MAT engagement questionnaire The Chair explained Trustees were not on board with the questionnaire.</p> <p>6.Update on CEO recruitment process The Chair updated Trustees on expressions of interest received and external recruitment.</p> <p>Mr Storey asked whether an advertisement had been placed and the closing date. Mr Rolph [JRR] confirmed the closing date was the 4th January 2020.</p>	<p>MQ</p>



	<p>The Chair explained the process for interview and shortlisting. It was suggested a contingency plan be put in place in the event of non-appointment.</p> <p>7.Clerk/Company Secretary The Chair confirmed a Company Secretary had been recruited with brief discussion surrounding start dates.</p>	
<p>DAT/040/19/20 Agenda Item 11</p>	<p>Determination of confidentiality of business Trustees considered whether anything discussed during the meeting should be deemed as confidential. It was Resolved: that items discussed within agenda item 6 and 8 should remain confidential to attendees of the meeting indefinitely.</p> <p>Equality Act consideration All discussion took note of the Equalities Act.</p> <p>Nolan Principles It was agreed that the discussions and decisions had been made in accordance with the Nolan Principles.</p> <p>The Chair requested work to be completed regarding monitoring the Nolan principles at the next Trustee and Chairs Development Day</p>	<p>MQ/AE</p>
<p>DAT/041/19/20 Agenda Item 12</p>	<p>Date and time of 2019/20 meetings – all 5.00PM to 7.00PM at HO January Workshop - TBC Wednesday 5 February 2020 (Safeguarding training) Wednesday 1 April 2020 (GDPR training) Wednesday 3 June 2020 Wednesday 15 July 2020</p>	
	<p>The meeting closed at 7.10pm</p> <p>Signed.....(chair) Date.....</p>	