



**Minutes of the Diverse Academies Trust Board Meeting held 9th December 2020
at 5.00pm via Microsoft Teams.**

Trustee name	Initials	A = absence
Mr M Quigley MBE (Chair)	MQ	
Mr J Rolph	JR	
Mrs M Blore	MB	A
Mr I Storey	IS	Joined at 17.10
Mr P Mabbott	PM	
Mr D Schwarz	DS	
Miss C Burn BEM	CB	

In attendance: [staff or other invited persons]

Staff name	Initials	Role	A = Absence
Mr D Cotton	DC	Chief Executive Officer & Accounting Officer	
Mrs J Harrison Hill	JHH	Company Secretary & Clerk to Board of Trustees	

Item No	Item	Action/ by who/when
Agenda item 1 DAT/31/2021	Apologies for absence Apologies for absence were received and agreed from Mrs Blore due to family illness.	
Agenda item 2 DAT/32/2021	Declaration of interest and any changes to be advised There were no declarations of interest, either direct or indirect, for any items of business on the agenda. 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.	
Agenda item 3 DAT/33/2021	Minutes of the meeting dated 7th October 2020 The minutes of the meeting, having previously been received were agreed by the chair.	
Agenda item 4 DAT/34/2021	Matters arising <ul style="list-style-type: none"> Board Trust Meeting matters arising 07/10/2020 DAT/16/2021 Confidential item: National Church of England Academy Trust (NCEAT) Update This item was deemed confidential and will be recorded in the confidential minutes DAT/18/2021 Finance & Resources Committee update re letter: Executive high salaries <i>Action: Response letter to be circulated to board</i> The Trust Board had received DAT's response to the EFSA prior to the meeting. 	

	<p>Trustees noted that they are satisfied that executive salaries are appropriate and that consideration from the EFSA regarding increasing inflation awards and inclusion of pension contributions needs to be reflected by the EFSA in the high salaries cap level.</p> <p><i>DAT/20/2021: Governance and Partnership Committee update re Regional Schools Commissioner (RSC) Fountaindale sponsorship</i> <i>Action: If selected as sponsor, board will be consulted for due diligence approval.</i></p> <p>Mr Storey joined the meeting at 17.10pm</p> <p>Mr Cotton updated the Trust Board that a number of Trusts were approached by the RSC to submit a proposal of sponsorship for Fountaindale School. On this occasion Diverse Academies Trust were not selected.</p> <p><i>DAT/22/2021 Academies Financial Handbook 2020 musts</i> <i>Action: Bring musts summary with compliance comments for review</i> Covered in Agenda item 6</p> <p><i>DAT/25/2021 Annual Requirements</i> Action: Next meeting agenda - review risk register. Action: Next meeting agenda - review declarations of interest published by the Board on the trust website. Covered in agenda item 11: Annual requirements.</p>	
<p>Agenda item 5 DAT/35/2021</p>	<p>Review Governance Handbook 2020 changes Document: <i>DAT Governance actions arising from the updated Department for Education Governance Handbook (October 2020)</i> was received by the Trust Board. The Board were informed that the document sets out the changes in the Governance Handbook for 2020 and the procedures or actions in place to ensure compliance with the changes. The Trustees confirmed that they are satisfied that the changes are being met, and Mr Quigley raised that it is recommended that the Board appoints a SEND link Trustee and a Health and Safety Link Trustee. Trustees were asked to consider these posts and discussion would be raised at the end of the meeting to ascertain if any Trustees felt they could take up these responsibilities.</p>	
<p>Agenda item 6 DAT/36/2021</p>	<p>Review Academies Financial Handbook 2020 changes & musts Documents: <i>Changes to AFH 2020</i> and document <i>Academies Financial Handbook (AFH) responses to 'musts' summary</i> were received by the Board in advance of the meeting. The Board were invited to review and raise any further comments. The Finance and Resources Committee Chair confirmed that the finance related items have been discussed in the Finance & Resources Committee meeting on the 25th November 2020.</p>	

<p>Agenda item 7 DAT/37/2021</p>	<p>Trustee/Governors Training plan Document: <i>Trustee & Governor Training Plan 2020/21</i> was received by the Board in advance of the meeting. Mr Quigley reminded trustees that invites have been sent out for the virtual training sessions and encouraged attendance. It was noted that for the training already held, attendance by trustees and governors had been high, and the sessions had been of good quality.</p>	
<p>Agenda item 8 DAT/38/2021</p> <p>DAT/39/2021</p> <p>DAT/40/2021</p> <p>DAT/41/2021</p>	<p>Chief Executive Officers Report</p> <p>Document: CEO Board report November 2020 was received by the Board in advance of the meeting. Mr Cotton invited the trustees to raise any questions regarding the report. Mr Cotton informed the Board that there were additional items he wished to raise which had occurred since the report was distributed.</p> <p>8.1 CONFIDENTIAL: Queen Elizabeth’s Academy (QEA): This item was deemed confidential and will be recorded within the confidential minutes.</p> <p>8.2 Changes to end of term Mr Cotton discussed the advice received from the Department for Education (DfE) on Tuesday 8 December, advising schools to make Friday 18 December an Inservice Training Day (INSET) based on Public Health England’s agreement of a 6-day window after the final day of teaching, in which schools are asked to remain contactable so they can assist with contact tracing where necessary. Where schools last teaching day is on Thursday 17 December, there should be no requirement of staff for pupil contact tracing beyond Wednesday 23 December. Mr Cotton advised that the change to the day will cause challenges for some families in communities, but if it is not implemented then staff will be contacting parents up to midnight on Christmas Eve to inform about positive cases notified. This required an urgent approval and as a result the Chair of the Board was contacted for this prior to this meeting. The decision was taken to move the INSET day from February to Friday 18 December 2020. The previously scheduled INSET day in February will now be a teaching day. Mr Quigley confirmed that he had discussed with Mr Cotton the decision to make 18 December an INSET day, and that he regarded it as an operational decision and the advice from the DfE was that they strongly recommended the action. Trustees noted the urgent decision taken and agreed with the action, commenting that to gain the previously scheduled INSET day in February as a teaching day is a beneficial decision to recover lost learning.</p> <p>8.3 CONFIDENTIAL: Hucknall 6th Form Centre This item was deemed confidential and will be recorded in the confidential minutes.</p>	

<p>DAT/42/2021</p>	<p>8.4 Hillocks Primary and Nursery Hillocks Primary and Nursery conversion to join the Trust was successful on 1st December 2020. A whole staff induction is being carried out Friday 11 December. Mr Cotton has written to all staff and Parent/Carers welcoming them to the Trust, and the Chair of the Board has written to the Chair of Governors to welcome the Academy Committee. Trustees discussed the potential for a trustee to attend an Academy Committee meeting to welcome them to the Trust. Action: Dates to be provided to trustees for availability of attending Academy Committee.</p>	<p>JHH</p>
<p>Agenda item 9 DAT/43/2021</p>	<p>Committee Meeting Update from Chairs 7.1 Finance and Resources Committee update (25/11/2020)</p> <p>Mr Rolph updated the Board regarding the Finance and Resources Committee meeting held on 25 November 2020 to which all trustees were invited. He confirmed that Mrs Flear of Smith Copper Limited, presented the audit and Audited Accounts which gave an unqualified audit opinion in respect of external audit. Copies of the accounts and audit have been distributed to all Trustees and the final version is now available on SharePoint. The Finance and Resources Committee members recommended the Annual Report and Financial Statements for approval by the Trust Board. Trustees agreed the approval of the Annual Report and Financial Statements and Audit report, agreeing submission to the EFSA prior to the submission deadline. The Chair of the Board agreed for his electronic signature to be used.</p> <p>The Board were informed that the committee had received a presentation on capital plans with very detailed documents outlining site requirements and estimated costs. The total capital costs exceed capital grants received from the EFSA, and as a result specific grants need to be explored and other methods of financing estate maintenance and improvements.</p> <p>The Board were informed that the committee had approved the Financial Levels of Authority.</p> <p>The Staff Grievance policy was not approved at the committee and was referred to the Board for further discussion which is an item on the agenda.</p> <p>The committee approved the Tax Engagement letter with Smith Cooper.</p> <p>The September to October Management Accounts raised no concerns. All trustees had received a copy of the management accounts in advance of the Board meeting. A trustee asked if there was any news on Section 106 money related to Bracken Lane Primary Academy and were informed that Mr Cotton has been arranging meetings with the various stakeholders, RSC, Admissions Teams at the LA, Director of Children’s Services, and place planners to discuss Section 106 money and its use for</p>	

improvements to the current facilities at Samuel Barlow Academy. He is currently working with the development team at the Local Authority to secure funding for the improvement of facilities of Bracken Lane

DAT/44/2021

7.2 Standards and Outcomes update (18/11/2020)

Mr Schwarz updated the Board on the Standards and Outcomes Committee meeting dated 18 November 2020, reporting that the committee had noted concerns due to current Covid circumstances regarding mental health and the effects on students from disadvantaged families. Miss Burn had offered her support to provide links to sources of support in the voluntary sector, primary care and GP's.

The Board were informed that a discussion had taken place regarding the vision statement objective linked to the committee 'achieving full potential' and the committee are supportive that this is regarded as a broad statement which measures not just academic results but wider metrics. Educational continuity during Covid has been seen as an opportunity to develop and take blended learning into the future.

The committee noted the demands on staff and the complexity of moving forward and developing processes whilst still coping with incredibly challenging circumstances.

Mrs Blore, Trustee Safeguarding Lead, has met with Patrick Knight for a virtual visit and the report has been shared with trustees.

DAT/45/2021

7.3 Audit and Risk Committee update (04/11/2020)

Mr Storey informed the Board that in the past the Accounting Officer report has been presented at Trust Board. It had been agreed that this will now be presented at the Audit and Risk Committee and any items from the report required to be discussed at Trust Board will be reported from Audit and Risk Committee to the Board.

The Board were informed that the committee reviewed an in-depth audit report on safeguarding. No issues were found, and the committee will continue to proceed with this type of review in different areas throughout the year.

Mr Storey discussed that Mr Creed from ICCA, an external internal audit firm, were engaged to carry out internal audits and to provide an independent view on internal scrutiny. His report was presented to the Audit and Risk Committee.

Action: Add Internal Scrutiny report to SharePoint for Board to view.

The Board were assured that the committee have reviewed the risk register and the tolerances identified. This is an item also to be discussed in agenda item 11.

Covid-19 reports have been received by the Board in advance of the meeting. Risks and controls are integrated into the risk management framework in addition to the fortnightly report. The Board were assured by the committee that the Trust is appropriately managing the processes and outcomes. As an extra assurance the Audit and Risk Committee have requested an internal audit to be carried out by ICCA to review the return to school after lockdown.

JHH

<p>DAT/46/2021</p> <p>DAT/47/2021</p>	<p>Policies approved at committees and ratified by the Board:</p> <ul style="list-style-type: none"> - Educational Visits Policy - Relationship and Sex Education policy - <u>Financial Levels of Authority</u> <p>Policies approved via email from committee members and ratified at the Trust Board</p> <ul style="list-style-type: none"> - Single Equality Policy - GDPR Subject Access Request Form - Early Years policy - Online Safety policy (delegated to Audit and Risk Committee) 	
<p>Agenda item 10</p> <p>DAT/48/2021</p> <p>DAT/49/2021</p>	<p>Statutory Updates, Changes to legal documents and Companies House filing.</p> <p>The following had previously been received by Trustees:</p> <ul style="list-style-type: none"> • Hillocks Conversion: <ul style="list-style-type: none"> - Lease - Supplementary Funding Agreement - Commercial Transfer Agreement <p>Conversion of Hillocks Primary and Nursery School joining the Trust completed on 1st December 2020. The academy will be known as Hillocks Primary Academy</p> <ul style="list-style-type: none"> • Annual Reports and Financial Statements for year ending 31st August 2020 were approved by trustees and will be submitted to EFSA, filed at Companies House and published on the DAT website. Members will receive a copy at their next meeting. 	<p>Clerk to inform A Younis/ V Williams</p>
<p>Agenda item 11</p> <p>DAT/50/2021</p> <p>DAT/51/2021</p> <p>DAT/52/2021</p>	<p>Annual Requirements</p> <ul style="list-style-type: none"> - Part 2 Keeping Children Safe in Education – received by trustees in advance of the meeting. Trustees were asked by the Chair to confirm that they had read the document. All trustees confirmed receipt and knowledge of the document. - Review Risk Register Mr Storey referred to the Risk Register which had been received by trustees, highlighting that the previous six months had been focusing on Covid-19 risks and controls but now returned to a broader view of risks. The Audit and Risk Committee have reviewed the risk management processes and outcomes. The committee is reviewing elements of consistency related to risks fed into the report from academies but confirmed that this is already being addressed. Training has been undertaken for relevant staff including governors and trustees on risk analysis and risk register. A trustee raised that risks related to buildings and the use of Head Office space will need further discussion once more information is known. Mr Cotton confirmed that dialogues are taking place with the Local Authority and the lead for PFI projects regarding the building. Trustees approved the Risk Register. 	

	<p>- Review Declarations of Interest published on website Trustees reviewed the document and were asked to inform the Company Secretary of any changes which are required.</p>		
<p>Agenda item 12 DAT/53/2021</p>	<p>Trustee items:</p> <ul style="list-style-type: none"> • 12.1 Letter from Baroness Berridge and Academies Governance Role Descriptors (8/10/2020) were received and noted by trustees. A trustee asked if the Academies Governance document will be compared to the Scheme of Delegation by the Head of Governance. It was confirmed that this would be raised at the next Governance and Partnership Committee meeting. Action: Governance and Partnership Committee to review role descriptors to Scheme of Delegation. 	<p>G&P Agenda</p>	
<p>DAT/54/2021</p>	<ul style="list-style-type: none"> • 12.2 Members Annual General meeting (AGM) The Members AGM is being held on Monday 18th January 10.00am via Microsoft Teams. The Members have invited the Chair of Trustees to report on outcomes, risk register of the Trust and strategies in place. 		
<p>DAT/55/2021</p>	<ul style="list-style-type: none"> • 12.3 Modern Slavery & Human Trafficking Statement 2020 Trustees having previously received the statement, approved it and the Chair of the Board agreed the use of his electronic signature for publication. Trustees were informed that this is still relevant to NCEAT and the Chair of Board for NCEAT will also be asked to sign the statement. 		
<p>DAT/56/2021</p>	<ul style="list-style-type: none"> • 12.4 Staff Grievance policy- The policy having been referred from Audit and Risk Committee to the Trust Board was discussed. A trustee had raised that they were concerned that the policy needed further details to clarify the following issues: <ul style="list-style-type: none"> - Independence for complaints regarding executives – who would be classed as being independent - Complaints against trustees – clarity around trustees and who complaints would be referred to e.g., Members. - Inclusion of training and support for people hearing grievances - Inclusion of mediation - Clarity for submission of grievances – procedures above executive level needs further clarity. <p>Action: Mr Cotton assured the Board that the concerns will be addressed to revise the policy to bring back to the Board for review and approval.</p>		<p>DC</p>
<p>DAT/57/2021</p>	<ul style="list-style-type: none"> • 12.5 Governance Strategy (Scheme of Delegation) updates approval Trustees approved changes to the amended Scheme of Delegation. 		
<p>DAT/58/2021</p>	<ul style="list-style-type: none"> • 12.6 Performance review of Chief Executive Officer The Chair informed the Board that the performance review panel (Mr Schwarz, Mr Rolph and Mr Quigley) had carried out the performance review of Mr Cotton, CEO. 		

<p>DAT/59/2021</p>	<p>A discussion had taken place following the review on Performance Improvement Plans and developing them to Performance Development Plans to focus on personal development to enhance the performance of individuals and enable succession planning. Mr Quigley sought approval from the Board for the proposal to make these changes.</p> <p>Mr Cotton reported that work would be carried out to change the Personal Improvement Policy to become the Personal Development Policy and would be taken to the relevant committee for approval. Trustees agreed the change to the process and for the policy to be taken to a future committee meeting.</p> <ul style="list-style-type: none"> • 12.7 Special Educational Needs & Disability (SEND) and Health & Safety (H&S) Trustee <p>As discussed earlier in the meeting regarding points raised from the Governance Handbook, the Chair asked if any trustee wished to volunteer for the role of SEND Trustee and H&S Trustee. Miss Burn agreed to become the SEND Trustee and asked that she be contacted regarding the role by the trust lead.</p> <p>Discussion took place on the H&S role and the link to Audit and Risk Committee and Mr Quigley agreed to become H&S Trustee due to being a member of the Audit and Risk Committee.</p> <p>Action: Clerk to inform Head of Governance, and request leads in SEND and H&S contact Miss Burn and Mr Quigley to discuss the roles.</p>	<p>Clerk to Board</p>
<p>Agenda Item 13 DAT/60/2021</p>	<p>Determination of confidentiality of business Equality Act consideration Nolan Principles</p> <p>Trustees considered whether anything discussed during the meeting should be deemed as confidential. It was resolved:</p> <ul style="list-style-type: none"> - Item discussed within agenda item 4 DAT/34/2021 (DAT/16/2021) NCEAT Update should remain confidential to attendees and Board Trustees. - Item discussed within agenda item 8.1 DAT/39/2021 Queen Elizabeth's Academy should remain confidential to attendees and Board Trustees until complete. - Item discussed within agenda item 8.3 DAT/41/2021 Hucknall 6th Form Centre should remain confidential to attendees and Board Trustees. - There had been no Equality Act implications - Attendees were content that all decisions made adhere to the seven Nolan principles. - Attendees considered if any items needed to be reported to Charities Commission it was resolved that no reporting was required. 	
<p>Agenda item 14 DAT/61/2021</p>	<p>Date and time of next meeting: Wednesday 3rd February 2021 at 9.00am (NB may be an extraordinary meeting for confidential item DAT/41/2021)</p>	
	<p>The meeting closed at 6.38pm</p>	

	Signed.....(chair) Date.....	
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