

**Minutes of the Diverse Academies Trust Board Meeting
Wednesday 13 July 2022, 4.00pm at Diverse Education Centre, Retford**

**Quorum required: 3
Trustees present: 7**

Trustee name	Initials	A = absence
Mrs M Blore	MB	
Mr L Donald	LD	A
Miss N Marriott	NM	
Mrs J Mordue	JM	A
Mr M Quigley MBE (Chair)	MQ	
Mr J Rolph	JR	
Mr D Schwarz	DS	
Mr R Shearing	RS	
Mr I Storey	IS	

In attendance: [staff or other invited persons]

Staff name	Initials	Role	A = Absence
Mr D Cotton	DC	Chief Executive Officer & Accounting Officer	
Mr G Corban	GC	Chief Operation Officer	
Mrs J Harrison Hill	JHH	Company Secretary & Governance Professional to Board	

Item No	Item	Action/ by who/ when
1. DAT/144/2122	Apologies for absence Apologies for absence were received and agreed from Mr Donald and Mrs Mordue	
2. DAT/145/2122	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.	
3. DAT/146/2122	Minutes of the meeting dated 25 May 2022 The minutes of the meeting, having previously been received were agreed and signed by the chair.	
4. DAT/147/2122	Matters Arising: DAT/118/2122 (DAT/94/2122 Self Evaluation Review) <i>Action: Trust Board referred commissioning an external review to the Governance and Partnership Committee</i> The Governance and Partnership Committee have discussed the scope and are requesting quotes. DAT/119/2122 Equalities Act and review of training	

Action: Trustees who were unable to attend the online LGBTQ+ Diversity and Inclusion unconscious bias training to confirm to J Harrison Hill once they have watched the recorded session.

New trustees are aiming to complete this training.

DAT/120/2122 Chief Executive Officers Report

Action: Table detailing academies current Ofsted and predicted Ofsted gradings requires key.

Included in new report. This item is now complete.

DAT/125/2122 Policies for approval by Board

Action: Inform policy holder of immediate link update required for Safeguarding, Child Protection and Low-Level Concerns policy.

Action: Review of Special Educational Needs and Disability Policy by Standards and Outcomes committee by November 2022.

The policy is being brought back to Standards and Outcomes Committee for review.

DAT/126/2122 Articles of Association agreement to adopt new articles

Action: Governance professional to start the process of adopting the new Articles of Association.

The Governance Professional has been informing all stakeholders, Mr Corban and External Auditors. The next step will be to inform the DfE for their approval.

5.
DAT/148/2122

Our financial journey, current position and financial health moving forward

Document: *Financial Health Summary – Resource management- securing value for money* was presented during the meeting and distributed post meeting.

Mr Corban presented to the Trustees detailing the journey of the Trust from 2011 to current position.

The presentation detailed the funding for academies in the first five years of academisation and the reduction of funding which followed. Other contributing factors to the reduction of reserves by 2016 were highlighted such as East Leake Academy joining the trust with a £300K deficit, purchase of Hucknall Sixth Form Centre, minor financial input from NCEAT, poor control over financial systems and processes.

Work during 2017 and 2020 was described as the recovery zone, where better reporting, standardisation of systems, appointment of new Chief Financial Officer, strengthening of central procurement and integrated planning, site development and infrastructure were all embedded.

Moving forward there will be a focus on benchmarking of current parameters to sustain cost base.

It was clarified that despite the savings spending on resources in the classroom and core teaching per pupil increased and is projected to continue to increase.

Trustees questioned if this increase in spending on resources for teaching correlated to true increases or is reflecting inflation. It was clarified that the amount of money spent per pupil was relative as income had inflated along with expenditure inflating.

Cost of business spend on business professionals and administration dropped from 13-15% to 9.5%

The last financial audit raised no management issues showing a better compliance perspective.

Future sustainability is a priority with the aim to reverse centralisation, empowering leadership teams to own sound financial management, embedding benchmarks and value for money in line with strategic objective 3.

Benchmarking is undertaken in a number of ways. The Kreaston report and VMFI have become less useful due to it being historic data. The Trust is using ISOT and working with other MATS for benchmarking information. ISOT is used to agree curriculum parameters, to identify staff costs as a % of total revenue income, total cost per lesson and management costs as a % of total teacher cost.

This information is used in terms of cost-based decisions.

Next year a focus will be on reviewing self-generated income, community engagement and fundraising, maximising the Trusts charitable status.

Following discussion on the benchmarking table within the presentation, and data which fed into the analysis, it was stated that estates do not factor in PFI buildings which impacts benchmarking. Procurement was explained as the Trust being a minority of Trusts with a procurement manager, this enables huge benefits of savings within the trust.

Following **Trustees querying** if the procurement expertise could be shared with other trusts, Mr Corban agreed that sharing of resources was being explored. Mr Corban then described looking ahead detailed in the presentation document. Commenting on the development School Business Professionals to impact working with School Leaders and resources connected to school improvement. The School Resource Management Strategy will focus on quality and development of people and identify workstreams looking at core curriculum resource plan to teach students, and the costs required, identifying agility that exists across the academies.

Move from candidate and vacancy led recruitment to looking at succession and stability.

Knowledge management and skills required to move organisation development and priorities forward.

Engagement and rewarding staff in their journey.

Maximising income and energy efficiency based on carbon footprint.

Mr Corban left the meeting.

6.
DAT/149/2122

Chief Executive Officers Report

Document: *CEO Board Report July 2022* was previously received by the Trustees.

The report covered:

Introduction

Vision, ethos and strategic direction of the organisation

Educational performance of the organisation and its pupils

Strategic plan

Safeguarding: culture and compliance

Behaviour, culture, and Attendance

Secondary outcomes and examinations

Primary Outcomes

Ofsted

Exception high risk reporting

SEND

Financial and Business performance of the organisation

Business Leadership and Management Structures

IT Planning

Site and Capital Planning

Significant Capital Projects

People Planning

People management and Development

Financial Update

Budget setting

Business Operations

Risk and Compliance

Reporting on Organisational Performance

Income Generation and Fundraising – Stakeholder Engagement

Management Information systems and operational efficiencies

Mr Cotton highlighted from the report the return back to all round education with number of trips having taken place.

Drawing out from the report the system leadership and sharing best practice to support the wider system with Mr Corban delivering at a DfE conference as part of the launch of School Resource Management Strategy and Mrs Spacey and Mrs Percival delivering a DfE best practice attendance webinar.

DAT/150/2122

Vision, ethos and strategic direction of the organisation

Document: *DAT Draft Strategic Objectives 2022-2023* was previously received by the committee.

The Trust Board were updated that the key workstreams have been drafted for the strategic objectives for 2022-2023 with a focus on developing capacity and identifying capacity of strong leaders. Reviewing a needs basis analysis and impact on pupil development.

Governance strategy will build developments from the current year with an external governance review and how this might shape further improvements.

Growth strategy is in progress and will be brought back to the Board.

Seeking best practice outside the Trust to develop diversity and equality, working with other Trusts to support us with our baseline and identify developments required.

Trustees asked if there were Trusts who had best practice for diversity and were informed that the Chiltern Learning Trust had been contacted and the Chief Education Officers had visited for a presentation and the Trust had been engaged to visit Diverse Academies Trust to present and help develop progress in this area.

Following this explanation **Trustees queried** if the Executive Team had a clear idea of where they wanted to get to with diversity. Mr Cotton explained that this was not yet known and the work to be undertaken will be exploring this to ensure clarity of current position and what the Trust is trying to achieve.

The workstreams for strategic Objective 2 and three will be discussed at the relevant committee meetings.

The **Trustees agreed** the approach to workstreams for the strategic objectives.

Following Mr Cotton asking if Trustees had any further questions regarding the CEO report, **Trustees queried** if there were plans to take specific actions and mitigate for those falling behind due to the recent increase in Covid cases.

Mr Cotton clarified that the school led tutoring programme remains in place, in the strategic plan for 2022-2023 it will review the parent pledge and what to do when students fall behind. Discussions at Executive Leadership Team are taking place as increasing absence amongst senior staff and pupils due to Covid.

During the summer holiday the Executive Team are meeting to discuss the response to the rising Covid instances and will include in the strategic plan for 2022-2023.

Trustees agreed that as there is no longer national guidance to follow, decisions will need to be made as they develop.

7.
DAT/151/2122

Committee Meeting Update from Chairs

Finance and Resources Committee update (20/06/2022)

Document: *Financial performance April 2022 Final and 22-23 to 26-27 Budget* was previously received by the Board.

Mr Rolph, Chair of Finance and Resources Committee provided the Board with an update from the Committee: The committee had reviewed the five-year budget forecast to 2026/7, analysing the assumptions used within the budget, and recommended for approval and submission to the EFSA, (noting that the EFSA only require three years budget to be submitted).

It was clarified that next year forecast shows a loss not a deficit, explaining that the EFSA definition of deficit is if all reserves have been depleted. The Trusts reserves have been built up to a sustainable level, with costs under control.

The committee agreed the proposal for the surplus to be used for four discretionary projects costs identified in the report: Marketing branding, Hucknall Sixth Form Centre, Diverse Association for Professional Learning and Early Career framework. Explaining these costs are shown separately within the budget as it is not part of the recurring pattern of costs.

Mr Rolph informed the committee that reserves would not be depleted but would remain at 2.5% of General Annual Grant.

Trustees agreed the budget 2022-2023 and submission of the three-year budget to EFSA.

Mr Rolph continued his update informing the Board that the committee had agreed approximately £200k of capital expenditure items. The Committee had agreed for Mr Richards, Procurement Manager, to sign a four-year contract for NEO Management for Payroll services. The Committee also queried if there were sufficient resources for appropriate provision in place for mental health and it was confirmed a number of roles and activities were supported in the budget.

Standards and Outcomes update (29/06/2022)

DAT/152/2122

Mr Schwarz, Chair of Standards and Outcomes Committee provided the Board with an update from the Committee:

A deep dive into SEND had been undertaken with a presentation at the last committee meeting.

Discussion was held regarding the Government Green Paper and a Trust response.

The Trusts strategy looking forward to next year for SEND was discussed. This year had focused on building better structures to management of SEND in the Trust. Next year a focus will be communication with parents.

Mr Schwarz informed the Board that the programme of visits to academies by the Standards and Outcomes Committee and any trustee that wishes to join the visit has been agreed.

Discussions took place in the Committee regarding any risk of education impact flagged and the mechanism for linking with Audit and Risk Committee.

The Holgate Academy Ofsted verbal update and discussion took place by the Committee on the emergence of behavioural issues.

The committee approved the Relationship and Sex Education policy.

Trustees raised the DfE SEND Green Paper and the importance of bringing together key policies and the scrutiny process as extremely important. Mr Cotton assured Trustees that the process has been assessed to ensure that a rigorous checking process is in place.

Audit and Risk Committee update (15/06/2022)

DAT/153/2122

Mr Storey, Chair of Audit and Risk Committee, provided the Board with an update from the Committee:

The company, Cooper Parry, providing some of the Internal audit work have walked away from the contract due to the resignation of key personnel within the company who fulfil this role. This has presented an immediate issue for audits which have not been carried out which are a requirement such as key financial controls and internal scrutiny report.

An extra Audit and Risk Committee meeting was held to discuss the response and agreement was reached to ask ICCA who previously carried out this work to complete required audits for the current year and engage for a further year to allow time to review how internal audit is approached moving forward.

Audit and Risk Committee have a focus on corporate risk register and assurance process feeding into the register. The next committee will review the process of how items are fed into the corporate risk register.

Trustees discussed the other companies who were part of the internal audit tender and Mr Storey expanded that Cooper Parry were selected due to breadth of experience.

Trustees asked if there was confidence in the corporate risk register and process for escalation that mitigation actions identified are delivered. Mr Storey confirmed that it is still a new process but on an ongoing basis the Committee review mitigations to see what has happened and progress.

Following Trustees asking if the Audit and Risk Committee were clear regarding what the minimum requirements are which need to be audited it was clarified that key financial controls and internal scrutiny are the minimum requirements to be completed by the end of the academic year, this has been cross referenced with the Academy Trust Handbook and the trusts document summary of all audits and statutory requirements.

DAT/154/2122

Governance and Partnership update (06/07/2022)

Mr Quigley, Chair of Governance and Partnership Committee provided the Board with an update from the Committee:
Discussion took place regarding the meeting of Chairs of Governors. A feedback form has been distributed post meeting to collate responses. Verbal feedback has been positive.
Chairs of Governors or a member of an Academy Committee has been invited to join the Governance and Partnership Committee as a non-voting member to improve communication channels between Trustees and Governors.
The Committee are concerned that there are only four governors for the two special schools.
Scheme of Delegation changes were reviewed, and changes highlighted and sent to the Board.
Trustees discussed the Scheme of Delegation regarding responsibilities for Audit and Risk and Finance and Resources Committee, and where the responsibility is recorded in the Scheme of Delegation, also debating the length of the document.
Trustees agreed the Scheme of Delegation subject to re allocation of committee remits and a review of length of document to be undertaken next year.
The Governance and Partnership Committee agreed the Governor and Trustee training plan circulated at meeting on 29 June 2022.
The Committee agreed allocation of new trustees to committees: Mrs J Mordue to Standards and Outcomes and Governance and Partnership.
Mr L Donald allocated to Finance and Resources and Standards and Outcomes.
Miss N Marriott to Finance and Resources and Governance and Partnership.
The Trust Board **formally approved** the allocation of Trustees to committees.
The Committee agreed the updated action points for the Self-evaluation plan.
The scope for the External review of Governance was agreed and quotes are being sought from three external providers.
Discussion took place at the committee for plans for future Chair of Governor/Trustee meetings and it was proposed to hold two Chair of Governor meetings and one annual Governor meeting.
Feedback from the Chair of Governor Trustee meeting suggested a member of Standards and Outcome Committee attending the AIR discussion with the Chair of Governors, this has been agreed as a positive move to improving communication.
The Code of conduct was reviewed and agreed by the Committee.
Trustees raised that part of the Self Evaluation action plan was to consider the recommendation that an external advisor supports Trustees with the Performance Management of the CEO. Discussion had taken place between the three Chairs that carry out the process and it was **agreed** that an external advisor was not required due to the experience of the Board panel.

DAT/155/2122

Policies approved at Committees

Audit & Risk Committee:

- CCTV policy
- Single Equality Policy

Standards & Outcomes Committee

- Relationship and Sex Education Policy

Finance and Resources Committee

- Whistleblowing Policy to be amended and agreed by email.

DAT/156/2122

Policies for approval at Board:

The Safeguarding Policy was rescinded from requiring approval from the Board prior to the meeting due to a quality assurance process to be carried out first.

Trustees agreed that in order to ensure policies are suitable and to prevent being rushed to a meeting, they would convene an ad hoc meeting for approval should the need arise to ensure quality assurance is completed first.

8. DAT/159/2122	Statutory Updates, Changes to legal documents and Companies House filing Confirmation statement filed at Companies House on 13 June 2022.
9. DAT/160/2122	Annual Requirements <ul style="list-style-type: none"> • Scheme of Delegation Annual review and Approval Trustees had discussed the Scheme of Delegation in agenda item 7 and approved with minor changes of allocation of remits between Finance and Resources Committee and Audit and Risk Committee with a full review on the length of the document to be carried out next year.
10. DAT/161/2122 DAT/162/2122 DAT/163/2122 DAT/164/2122	Trustee items: <ul style="list-style-type: none"> • Allocation of new trustees to committees Document: <i>Committee members review</i> was previously received by the Board. Allocation agreed as noted in agenda item 7. • Amendment to DAT Board Calendar Document: <i>DAT Board and Committee meeting dates 2022 2023</i> was previously received by the Board. Trustees agreed the final meeting calendar for Trustee Board and Committee meetings. • KCSIE 2022 key changes summary Document: <i>KCSIE22 Changes summary</i> was previously received by the Board. Trustees noted the report. • Self-Evaluation Action plan update Document: <i>Diverse Academies Self Evaluation Action Plan v2</i> updated was previously received by the Board. Trustees noted the updated document and agreed the actions.
11. DAT/165/2122 DAT/166/2122 DAT/167/2122	Executive items: <ul style="list-style-type: none"> • Retford Oaks Academy Ofsted Report Mr Cotton highlighted from the Ofsted report the positive embedding of vision, mission and values referenced in the feedback report. Retford Oaks has improved dramatically since joining the Trust. Trustees commented on the recognition of the hard work, the reputational change and popularity within the community reflects this. • CONFIDENTIAL ITEM: This item was deemed confidential and is recorded in the confidential minutes. • Amanda Spielman speech Document: <i>Amanda Spielman speech to CST June 2022</i> was previously received by the Board. Mr Cotton referred to the speech and raised that Ofsted is recognising the challenges with oracy, behaviour routines nationally Acknowledging more effort required for teaching behaviour routines as a national trend, the Trust is seeing the same strand on language and behaviour. A key workstream for The Holgate Academy is related to attendance. SEND and Mental Health Services have not been able to return to full service, and academies are trying to ensure the right people are in the right places to deal with this as best as possible. Trustees questioned the issue regarding pupil behaviour being addressed by staff, and the mental health and wellbeing support being given to staff to handle this change. Mr Cotton explained that the Inset days in September give academies the opportunity to reset and reteach staff how to deal with behaviours and are supporting through resources, ensuring the right staff in place, and reviewing through strategic objectives progress throughout the year. Trustees commented that there was good practice witnessed in Queen Elizabeth's Academy, and the need to share best practice. It was discussed that

<p>DAT/168/2122</p> <p>DAT/169/2122</p> <p>DAT/170/2122</p>	<p>different proportions of behaviour issues are arising in different settings depending on effect Covid has had.</p> <ul style="list-style-type: none"> • Mat summary evaluation <p>Document: <i>Birmingham Diocesan Multi Academy Trust Summary Evaluation letter Mar22</i> was previously received by the Board.</p> <p>Mr Cotton had shared the report as it was one of the first MAT summary evaluation reports released. The Board were updated that work continues to develop the MAT Summary evaluation information being put together.</p> <ul style="list-style-type: none"> • CONFIDENTIAL: This item was deemed Confidential and is recorded in the confidential minutes. • CONFIDENTIAL: This item was deemed confidential and is recorded in the confidential minutes. 	
<p>12.</p> <p>DAT/171/2122</p>	<p>Determination of confidentiality of business</p> <p>Equality Act consideration</p> <p>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"> - An Item discussed within agenda item 11 DAT/166/2122 should remain confidential to attendees and Board Trustees until the final report is published. - An Item discussed within agenda item 11 DAT/169/2122 should remain confidential to attendees and Board Trustees until the consultation is completed. - An Item discussed within agenda item 11 DAT/170/2122 should remain confidential to attendees and Board Trustees until the final decision is made and public. <p>Equalities Act consideration</p> <ul style="list-style-type: none"> - Equality training for new trustees is to be completed. - The Trust discussed seeking best practice outside the Trust to develop diversity and equality. <p>Nolan Principles</p> <ul style="list-style-type: none"> - Attendees were content that all decisions made adhere to the seven Nolan principles. <p>Consider if any items need to be reported to Charities commission.</p> <ul style="list-style-type: none"> - Trustee resolved that no items need to be reported to the Charities commission 	
<p>13.</p> <p>DAT/172/2122</p>	<p>Date and time of next meeting: Wednesday 5 October 2022 at 4.00pm via Microsoft Teams.</p>	

The meeting closed at: 18:54

Minutes agreed by Chair: 5/10/2022 minute number DAT/06/2223 (Confidential minutes signed by Chair)