

**Minutes of the Diverse Academies Trust Board Meeting  
Wednesday 7 December 2022 at 5pm, at Diverse Education Centre, Retford**

Quorum Required:3  
Trustees Present: 8

Trustee name	Initials	A = absence
Mrs M Blore	MB	
Mr L Donald	LD	
Miss N Marriott	NM	Absent
Mrs J Mordue	JM	
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 and Accounting Officer	
Mrs J Harrison Hill	JHH	Company Secretary and Governance Professional	

Agenda item number	Item	Action by who/when
1. DAT/35/2223	<b>Apologies for absence</b> Miss N Marriott apologies were received and accepted.	
2. DAT/36/2223	<b>Declaration of interest and notification of any changes to declaration made</b> 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/37/2223	<b>Minutes of the meeting held 5 October 2022</b> The minutes of the meeting, having previously been received were agreed by the Chair.	
4. DAT/38/2223	<b>Matters arising from previous meetings:</b> <b>DAT/119/2122 Equalities Act and review of training</b> <b>Action:</b> 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.	

	<p>One trustee confirmed that they had not yet had the opportunity to complete this session and planned to view as soon as possible.</p> <p><b>Confidential: DAT/12/2223: The Holgate Academy</b></p> <p>This item was deemed confidential and was recorded in the confidential minutes.</p>	
<p>5. DAT/39/2223</p>	<p><b>Chief Executive Officers Report</b></p> <ul style="list-style-type: none"> <li>• Safeguarding; culture &amp; compliance</li> <li>• Vision, ethos and strategic direction</li> <li>• Educational Performance of the organisation</li> <li>• Financial Update</li> <li>• Business Operations</li> </ul> <p>Document: <i>CEO Board report Dec 2022</i> was previously received by the Board.</p> <p>The Board report was noted and reported on the following areas:</p> <ol style="list-style-type: none"> <li>1. Introduction</li> <li>2. Vision, ethos and strategic direction of the organisation <ul style="list-style-type: none"> <li>Strategic Objective 1</li> <li>Strategic Objective 2</li> <li>Strategic Objective 3</li> </ul> </li> <li>3. Educational performance of the organisation and its pupils <ul style="list-style-type: none"> <li>Educational performance of the organisation and its pupils</li> <li>Safeguarding; culture and compliance</li> <li>Alternative Provision (AP) and compliancy with guidance</li> <li>Leadership and Governance</li> <li>Reporting and recording concerns and referrals in MyConcern, and wider compliance and culture QA</li> <li>Behaviour, Culture and Attendance</li> <li>Exception high risk reporting</li> </ul> </li> <li>4. Financial and business performance of the organisation <ul style="list-style-type: none"> <li>Finance (as at end of September 2022)</li> <li>People</li> <li>Business professional standards</li> <li>HR structure</li> <li>Pay</li> <li>Apprenticeships</li> <li>ICT</li> <li>Estate and Facilities</li> <li>Catering Review</li> <li>Yeoman Park – School Rebuilding Programme</li> <li>Income generation and fundraising – stakeholder engagement</li> <li>Holgate Academy Support</li> <li>Standard Operating Procedures</li> <li>Audit and Risk</li> </ul> </li> </ol> <p>Mr Cotton discussed the introduction within the report, suggesting that the next step to measure performance progress alongside risk would be to bring together the reporting</p>	

	<p>of an overview of the KPI's and milestones. A balance score card showing targets and tolerances was proposed. This could then be used to ask questions and drill down further into areas.</p> <p><b>Trustees agreed</b> that the balanced scorecard was a good approach.</p> <p>Mr Cotton further clarified that this would be reported every quarter.</p> <p>Strategic objectives are progressing well, reporting of the term evaluation will take place in January through the Board Committees and Board.</p> <p>Mr Cotton asked if Trustees had any questions regarding the CEO report; <b>Trustees queried</b> how the balanced score card would ensure that items were not being duplicated in terms of risk and it was explained that if the system is working correctly then they would dovetail together to prevent another layer of reporting.</p> <p><b>CONFIDENTIAL</b> This item was deemed confidential and was recorded in the confidential minutes.</p>	
6. DAT/40/2223	<p><b>Growth Strategy</b></p> <p><b>Confidential:</b> Document: <i>Growth Strategy 2022-2025 Draft</i> was previously received by the Board.</p> <p>Based on risk appetite session attended by Trustees in February the Executive Team have drafted a Growth Strategy. Discussion took place regarding the draft Growth Strategy and the audience for which it was written.</p> <p><b>Trustees commented</b> that a detailed plan to support the growth strategy was required, specifying the preferred balance between Primary, Secondary and Special Schools, the approach to growth and how schools are targeted to join, the geographical risks and what we expect the Trust to look like in ten years' time and the economics of that vision.</p> <p>Discussion was held considering geographical risks, capacity for growth, need for growth, opportunities for growth in the area. It was <b>agreed</b> that a landing page be developed on the Trust website, which has a value proposition to attract schools wanting to join the Trust, with answers to frequently asked questions.</p> <p>Trustees <b>agreed</b> that further detail is required for the Growth Strategy.</p> <p><b>Action:</b> Landing page with value proposition to attract schools wanting to join the trust.</p> <p><b>Action:</b> Further detail to support Growth Strategy.</p>	DC DC
7. DAT/41/2223	<p><b>Brazel v Harpur Trust case pay decision</b></p> <p><b>Confidential:</b> Document: <i>Brezel Outcome Report November 2022 Board</i> was previously received by the Board.</p> <p><b>Confidential:</b> This item was deemed confidential and was recorded in the confidential minutes.</p>	
8. DAT/42/2223	<p><b>External Governance Review</b></p> <p><b>CONFIDENTIAL</b> Document: <i>External Review of Governance – Diverse Academies Trust- November 2022</i> was previously received by the Board.</p> <p>Trustees discussed the report. Some Trustees felt that a wider selection of Trustees taking part in the process would have been more preferable.</p>	

<p><b>DAT/432223</b></p>	<p>Concern was raised by Trustees regarding the naming of individuals associated to comments within the report. Trustee who had been involved in the process fed back to the Board that the conversation undertaken were sense checking improvements since the last review. Mr Cotton described the report as positive, the conclusion of the report 'DAT is a trust that takes the importance of effective governance very seriously and robust and comprehensive governance scrutiny is being applied at all levels of the Trust's governance arrangements.'</p> <p><b>CONFIDENTIAL:</b> This item was deemed confidential and was recorded in the confidential minutes.</p>	
<p>9. <b>DAT/44/2223</b></p> <p><b>DAT/45/2223</b></p>	<p><b>Committee Meeting Update from Chairs</b></p> <p>9.1 <u>Finance and Resources Committee update (21/11/2022)</u> Mr J Rolph, Chair of Finance and Resources Committee provided the Board with an update from the Committee meeting:</p> <ul style="list-style-type: none"> <li>• The audited accounts were presented at the meeting, a number of trustees not on the Committee also attended the presentation.</li> <li>• The audit findings report was also presented and discussed. No audit recommendations were received.</li> <li>• The Committee discussed the treatment of Section 106 receipts.</li> <li>• The finance department are preparing a forecast for the year taking into account the two major changes: unfunded pay increases, following the government agreeing to fund original pay offer but are not funding the difference of final agreed offer, and impact of increased energy costs.</li> <li>• The DfE are currently announcing additional Capital funding for schools in addition to the £2.3b announced in the Autumn Statement.</li> <li>• Pay review recommendations have been implemented including the recommendation from the Pay review panel for the CEO with effect from 1 September 2022.</li> </ul> <p><b>Trustees queried</b> if there were potential threats of industrial action from unions regarding pay and Mr Cotton informed the Board that currently teachers and head teachers are being balloted for strike action.</p> <p>9.2 <u>Standards and Outcomes Committee update (16/11/2022)</u> Mr D Schwarz, Chair of Standards and Outcomes Committee provided the Board with an update from the Committee meeting:</p> <ul style="list-style-type: none"> <li>• A deep dive was undertaken by the Committee on Attendance.</li> <li>• The Committee were concerned regarding meeting the requirements of reporting safeguarding issues to Board level and a proposal has been presented to change the reporting. Part of the proposal is that Mr Knight will attend the start of the Committee meeting to update on contextual safeguarding information and emerging issues.</li> <li>• The safeguarding reporting will also detail complaints coming into the Trust, outcomes and learning points.</li> </ul>	

<p><b>DAT/46/2223</b></p>	<ul style="list-style-type: none"> <li>• Discussion was held regarding local governance satisfying themselves that the academy single central record is recorded properly, and detailed guidance is being developed.</li> <li>• The Committee discussed the two coasting letters received.</li> <li>• The Committee are monitoring in detail at each meeting the progress of The Holgate Academy support plan.</li> <li>• The Standards and Outcomes Committee have a planned visit to The Holgate Academy in January.</li> <li>• Three members of the Committee visited Tuxford Academy, which was a very positive experience. The Committee saw engaging lessons, strong infrastructure and were able to ask lots of questions to triangulate the information being given to the Committee by the Chief Education Officers.</li> </ul> <p>Th Board discussed how the Committee would provide feedback to the Academy Committee following a visit. A brief summary of what the Committee experienced without giving a judgement would be provided for future visits.</p> <p><b>9.3 Audit and Risk Committee update (09/11/2022)</b> Mr I Storey, Chair of Audit and Risk Committee provided the Board with an update from the Committee meeting:</p> <ul style="list-style-type: none"> <li>• The Committee discussed at length the policies format, content, length and timings following this discussion Mrs Harvey is circulating templates purchased from Browne Jacobson, and policy guidance.</li> </ul> <p><b>Trustees queried</b> how the policies are being allocated to Committees and it was discussed that the allocation of new polices are delegated by the Board, any overlapping policies can be referred to the relevant Committee.</p> <ul style="list-style-type: none"> <li>• The Committee had not looked at the Risk Management report due to timings but will review the report now that it has been received by the Board.</li> <li>• The risk management process had been refreshed and changed, as a result the audit shows some areas where this has not yet been fully realised. This is being closely monitored in three areas risk appetite, scoring and process.</li> <li>• Following the withdrawal from the Internal audit contract from by the appointed provider ICCA have been appointed to carry out an agreed programme of internal audits.</li> <li>• The Committee will discuss, at the next meeting in March, the approach to 2023-24 internal audit and the appropriate ways of delivering this programme. Mr Storey asked Committees to consider any areas they feel would benefit from being included in the internal audit programme.</li> </ul> <p><b>Action:</b> Committees to consider any areas for Internal Audit programme 2023-24 and inform Mr Storey.</p> <ul style="list-style-type: none"> <li>• Safeguarding audits are presented at the Audit and Risk Committee, and it was recognised the need to ensure shared with the Safeguarding Trustee.</li> </ul>	<p><b>Trustees</b></p>
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<p><b>DAT/47/2223</b></p>	<ul style="list-style-type: none"> <li>Internal scrutiny year end annual report requires further work to include approach to risk management and internal audit approach. Once complete this will be shared with the Board.</li> </ul> <p><b>Trustees queried</b> if the report was required by a certain date, it was clarified that the report is to be submitted by 31 December. Due to the withdrawal of the appointed internal audit contractor this has delayed the process along with the wider report content. Normally the report would have been to audit and risk and then come to Board.</p> <p>9.4 <u>Governance and Partnership Committee update (02/11/2022)</u></p> <p>Mr M Quigley, Chair of Governance and Partnership Committee provided the Board with an update from the Committee meeting:</p> <ul style="list-style-type: none"> <li>Discussion took place for planning the Chairs, Vice Chairs and Trustee meeting.</li> <li>The Committee had not received any interest from Governors in relation to becoming part of the Governance and Partnership Committee.</li> <li>Succession planning was debated regarding best practice for appointing a replacement Chair of the Board.</li> </ul> <p><b>Trustees discussed</b> how the process of appointment of Chair of Board might be approached.</p> <p><b>Action:</b> Trustees who do not wish to stand as Chair to indicate their interest at the next Board meeting if they are interested in being part of a task and finish group to look at the appointment process of the next Chair of Board.</p> <p><b>Action:</b> Guidance on best practice for appointing Chair of Board to be shared with Trustees.</p> <ul style="list-style-type: none"> <li>Responses from Governance and Partnership Committee to Local Academy Committees reports are more detailed.</li> </ul> <p>It was raised that following individual academies being discussed in Board Committee meetings that there is currently no formal mechanism for referring items to the Academy Committee other than via the Executive leader supporting the Committee.</p> <p><b>Action:</b> Agenda item for Governance and Partnership Committee to reflect if an item needs to be added to Committee agendas: items to refer to Academy Committees.</p>	<p><b>Trustees</b></p> <p><b>JHH</b></p>
<p><b>DAT/48/2223</b></p>	<p><b>Policies approved at committees:</b></p> <p><b>Governance and Partnership Committee:</b></p> <ul style="list-style-type: none"> <li>Concerns and Complaints Policy</li> <li>Data protection (GDPR) policy</li> <li>Freedom of Information policy</li> <li>Privacy Notice members, Trustees and Governors</li> <li>Privacy Notice Parents</li> <li>Subject Access Request Form</li> <li>Unreasonable complaints and vexatious communications policy</li> <li>Student Privacy Notice</li> </ul> <p><b>Finance and Resources Committee:</b></p> <ul style="list-style-type: none"> <li>Levels of Authority 2022-23</li> </ul> <p><b>Standards and Outcomes Committee:</b></p>	<p><b>JHH/ Agenda</b></p>

	<ul style="list-style-type: none"> <li>• Anti-bullying</li> <li>• Behaviour</li> <li>• Suspension and Exclusion</li> <li>• Online Safety Policy</li> </ul> <p><b>Trustees noted</b> the policies approved by the Committees.</p>	
10 DAT/49/2223	<p><b>Statutory Updates, Changes to legal documents and Companies House filing</b></p> <p>Trustees were updated that no response had been received yet following the request to adopt the DfE latest version of the Articles of Association.</p>	
11 DAT/50/2223  DAT/51/2223  DAT/52/2223  DAT/53/2223  DAT/54/2223	<p><b>Annual Requirements</b></p> <ul style="list-style-type: none"> <li>• Trustees Year-end report</li> </ul> <p>Document: <i>Diverse Academies Trust 2022 – Draft Accounts</i> was previously received by the Board.</p> <p><b>Trustees approved</b> the Trustee Year end report.</p> <ul style="list-style-type: none"> <li>• Internal Scrutiny report</li> </ul> <p>Document: <i>DAT Internal Scrutiny Report 2021-2022</i> was previously received by the Board.</p> <p>Mr Storey informed the Board that the overarching Internal Scrutiny report will shortly be received by the board to which the above document will be an appendix.</p> <ul style="list-style-type: none"> <li>• Approve Risk Audit</li> </ul> <p>Document: DAT Report 03 21-22 Risk Management FINAL had previously been received by the Board.</p> <p>Mr Storey clarified that there will be some actions to follow up the report and Audit and Risk Committee will monitor these.</p> <ul style="list-style-type: none"> <li>• Appointment of Solicitors</li> </ul> <p>A tender process had been undertaken for the reappointment of Solicitors. Approval had been sought and agreed for the appointment of Browne Jacobson from the Board via email.</p> <p><b>Trustees ratified</b> the appointment.</p> <ul style="list-style-type: none"> <li>• Appointment of Auditors</li> </ul> <p>Mr Rolph informed the Board that the External Audit Company PKF Smith Coopers had provided an excellent service and performed the work required of them.</p> <p>Proposing that the Board recommends reappointment to the Members for 2023-year end.</p> <p>The <b>Board agreed to recommend</b> to the Members reappointment of PKF Smith Coopers as External Auditors for 2023-year end.</p> <ul style="list-style-type: none"> <li>• Approval of Year end Accounts</li> </ul> <p>Document: <i>Diverse Academies Trust 2022 – Draft Accounts</i> was previously received by the Board.</p> <p>Mr Rolph informed the Board that a number of minor adjustments had been made since the circulated version to correct typos.</p> <p><b>Trustees approved</b> the Accounts subject to no major changes. A copy of the final version will be circulated to all Trustees.</p>	
12 DAT/55/2223	<p><b>Trustee items:</b></p> <p><b>Chairs Correspondence:</b></p> <ul style="list-style-type: none"> <li>• Diverse Academies Trust 14102022 dated 14 October 2022</li> </ul>	

<p><b>DAT/56/2223</b></p> <p><b>DAT/57/2223</b></p>	<ul style="list-style-type: none"> <li>• Diverse Academies Trust WPA response letter 18 11 2022</li> <li>• Diverse AT Acknowledgement letter Wainwright Primary</li> <li>• Diverse QEA Letter 06102022</li> <li>• Holgate Academy Termination Warning Notice 20220927</li> <li>• The Holgate Academy Ofsted response letter and plan</li> <li>• TWN Holgate Academy Follow up letter</li> <li>• Meeting with RSD - Update</li> <li>• Holgate Complaint CAS 476339 2022 11 07</li> </ul> <p>The above documents were previously received by the Board.</p> <p><u>Meeting with Regional Schools Directorate - Update</u></p> <p>Mr Quigley provided the Board with an update of the meeting with the Regional Schools Directorate. The Holgate Academy support plan had been discussed. A brief conversation was also held during the meeting regarding the Wainwright Academy coasting letter and Trust finances.</p> <p><u>Complaints</u></p> <p>Mr Cotton informed the Board that a meeting had taken place with the Chief Education Officers and Marketing to investigate work that could be undertaken to reduce the number of complaints and improve the method of communication between parents and schools. Management of the communication to ensure the process is efficient is being considered.</p> <p><b>Trustees commented</b> that a freedom of information request had been submitted to the EFSA by a colleague which shows that in 2019 the EFSA received 1030 complaints and acted on 906 of those. So far in 2022 they have received 2419 complaints and have acted on 2060 of those. These statistics demonstrates the increase in complaints across the sector and gives a perspective on the increase in the number of complaints which the Trust has received.</p>	
<p>13</p> <p><b>DAT/58/2223</b></p> <p><b>DAT/59/2223</b></p>	<p><b>Executive items:</b></p> <ul style="list-style-type: none"> <li>• Walton Academy Ofsted- verbal update</li> </ul> <p>Mr Cotton updated that the Ofsted Report is now available and had been shared with Trustees prior to the meeting. Walton Academy had achieved a good in all areas.</p> <p>The quality of education on a day-to-day basis was described by Mr Cotton as exceptional, being in the top 10% of Progress 8 scores in the country. Discussion took place on the new Ofsted framework and the standards required to achieve outstanding.</p> <p><b>Trustees commented</b> that to achieve good in all areas was a fantastic result under the new framework.</p> <p>Mr Cotton is planning to visit staff at Walton Academy to congratulate them on the Ofsted result. Announcements have been made to celebrate the result in the local Grantham journal and on the academy website.</p> <p><b>Action:</b> Letter to be sent from the Board to congratulate staff on the Ofsted result.</p> <ul style="list-style-type: none"> <li>• Staff absence</li> </ul>	<p><b>MQ/JHH</b></p>



	<p>Mr Cotton informed the Board that a positive case of Strep A had been confirmed in a member of staff and a suspected four further cases.</p> <p>A communication has been circulated to all academies detailing symptoms to be vigilant of.</p> <p>Absence is being monitored and the impact of colds, flus and covid is resulting in some academies struggling with staffing. There are concerns regarding Special schools and the impact of absence amongst specialist staff which may result in possible partial closures to maintain safety.</p> <p><b>Trustees agreed</b> for Mr Cotton and Mr Quigley to assess on an ongoing basis and use Chairs Action should a decision need to be taken urgently. Trustees would be informed of any decision taken.</p>	
<p>14 <b>DAT/60/2223</b></p>	<p><b>Determination of confidentiality of business</b></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"> <li>- An Item discussed within <b>agenda item 4 DAT/38/2223 (DAT/12/2223)</b> should remain confidential to attendees and Trust Board.</li> <li>- An Item discussed within <b>agenda item 5 DAT/39/2223</b> should remain confidential to attendees and Trust Board.</li> <li>- The report associated within <b>agenda item 6 DAT/40/2223</b> should remain confidential to attendees and Trust Board.</li> <li>- An Item discussed within <b>agenda item 7 DAT/41/2223</b> and associated report should remain confidential to attendees and Trust Board.</li> <li>- An Item discussed within <b>agenda item 8 DAT/42/2223</b> and associated report should remain confidential to attendees and Trust Board.</li> </ul> <p><b>Equalities Act consideration</b></p> <ul style="list-style-type: none"> <li>- The Board considered the Brazel v Harpur Trust ruling and its application to term time staff.</li> </ul> <p><b>Nolan Principles</b></p> <ul style="list-style-type: none"> <li>- Attendees were content that all decisions made adhere to the seven Nolan principles.</li> </ul> <p><b>Consider if any items need to be reported to Charities commission.</b></p> <ul style="list-style-type: none"> <li>- Trustee resolved that no items need to be reported to the Charities commission</li> </ul>	
<p>15 <b>DAT/61/2223</b></p>	<p>Date and time of next meeting: <b>Wednesday 1<sup>st</sup> February 2022, 4.00pm</b> at Diverse Education Centre, Retford.</p>	

**The meeting closed at:19.44**

**Minutes agreed by Chair:** minute number DAT/66/2223 on 1 February 2022