

Minutes of the Diverse Academies Trust Board Meeting 12 July 2023 at 5pm, at Diverse Education Centre, Retford

Quorum Required:3

Trustees Present:

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

Quorum required: 3

Trustees Present: 5

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/138/2223	Apologies for absence Apologies were received and agreed for Mr J Rolph and Mr I Storey. A	
2. DAT/139/2223	Declaration of interest and notification of any changes to declaration made 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. No new declarations of interests were made.	
3. DAT/140/2223	Minutes of the meeting dated 17 May 2023 Public and Confidential The minutes were approved by the Board.	
4. DAT/141/2223	Matters Arising: DAT/117/223 (DAT/94/2223, DAT/67/2223, DAT/40/2223) Growth Strategy Action: Agenda item Growth Plan for meeting on 12 July 2023 See agenda item 5.	

DAT/117/223 (DAT/94/2223, DAT/67/2223, DAT/43/2223)

External Governance Review

Action: Action plan to be updated once review of Communication carried out.

Mr Schwarz updated the Board on progress of the communication review being undertaken. An action plan is now being developed following meetings held with a representative panel of Chair of Governors, and will be brought back to the Board in October.

DAT/117/223 (DAT/94/2223, DAT/67/2223, DAT/47/2223)

Governance and Partnership Committee update (Succession Planning)

Action: Panel to look at questions to put in place for September.

Questions for candidates applying for the post of Chair of Board have been drafted. A meeting to finalise the questions is to be arranged.

Action: Governance professional to set up meeting for panel to finalise questions for applicants to position of Chair of Board.

JHH

DAT/117/223 (DAT/94/2223, DAT/72/2223) Equality and Diversity

Action: Equality Diversity and Inclusion (EDI) outcomes from external consultant to be shared with Trustees prior to wider circulation.

Mr Cotton updated the Board on progress made towards equality, diversity and inclusion building on strategic objective 1 key workstream developing a trust wide policy, working with an external consultant. Each individual academy is working with the external consultant to develop objectives for EDI.

This progress will now be monitored and reviewed through the key workstreams. This item is now complete.

Trustees held discussion on EDI ensuring the focus would be centred around protected characteristics and legislation.

Trustees queried if the EDI leaders in each setting are senior positions, it was confirmed that they are.

DAT/117/223 (DAT/94/222, DAT/73/2223) Governance Conference

Action: Formal invite sent from Board to all Chairs of Governors and Governors.

Trustees commented that the Governance conference had been interesting and positive feedback had been received. Some staff attendees had commented that some of the first session could have been condensed having been covered in other meetings.

Trustees discussed concern regarding the low number of Governors that attended and for future conferences it was suggested that clearer objectives and intended outcomes are stated.

Mr Schwarz will raise attendance at the next communication review panel to understand any barriers that prevented higher attendance. This item is now complete.

DAT/117/223 (DAT/94/2223, DAT/85/2223) Review of Communication with Chairs of Academy Committees

	<p>Action: Update This item was discussed under External Governance review above.</p> <p>DAT/131/2223 Queen Elizabeth Academy Ofsted Action: Governance Professional to coordinate links to social media accounts of the MAT for trustees Links were distributed to Trustees. This item is now complete.</p>	
<p>5. DAT/142/2223</p>	<p>Growth Strategy CONFIDENTIAL Document: Growth Plan 2023-2026 – Initial exploration was previously received by the Board.</p> <p>Mr Cotton informed the Board that the Growth plan was developed from the previous Board risk appetite discussions on growth to bring together detailed actions. Mr Cotton drew Trustees attention to page 3 of the report, parameters for growth, and exploration work required to ensure deliverability on these parameters. Page 18 was also discussed highlighting the recommendations to Board:</p> <p>Internal/organic growth: Recommendation: When taking into consideration the data available and the potential for longer term capital investments to meet increased demand for places, there remains limited potential for internal/organic growth of our overall student numbers within the strategy window. Therefore a focus on this approach would not enable us to realise our ambitions, as outlined in the growth strategy.</p> <p>Strategic partnerships: Recommendation: There should be no doubt that developing strategic partnerships should form a key element of the growth plan – and whilst may not always directly lead to growth in student numbers, does support our role as system leaders in the ‘growth’ of the sector through sharing knowledge, skills or capacity. An investment in time to develop key relationships will also better enable us to understand and align ourselves to the challenges and opportunities within our regional proximity – and be cognisant of the associated risks – as well raising of our organisational profile.</p> <p>New schools, academies or trusts joining us: Recommendation: On balance of the information available, due diligence work should be carried out to establish the viability and greater likelihood of two options; 1) growth through academisation of remaining local authority run secondaries and primaries, weighted towards primaries; and 2) growth through SATs and/or small MATs joining our Trust. The latter would be the preferred route, given the choice to bring one or two organisations into our Trust versus a large number of standalone school conversions over an extended period of time. Critical to this will be presenting our views and preferred approach for discussion with key decision makers and influencers.</p> <p>Following Trustees querying the role of Post 16 teaching related to attraction and retention, Mr Cotton informed the Board that the appointment of Attraction Manager will enable a better</p>	

	<p>understanding of enhancing attraction to roles within the Trust, and why people want to work for the organisation.</p> <p>Trustee queried if divestment of Special schools was being considered, due to the resources required. Mr Cotton responded that the Special schools add value to the Trust, work undertaken outside of the Trust involve wider networks, Special School Headteacher networking.</p> <p>CONFIDENTIAL: This discussion was deemed confidential and was recorded in the confidential minutes.</p> <p>Trustees queried the main target area of growth being primaries, and whether this was a risk given the decline in numbers over the next ten years.</p> <p>Mr Cotton agreed that it was a risk, and that Single Academy Trusts and smaller MATS would be more suitable, growth within the parameters of the plan would build system leadership and capacity.</p> <p>Trustees queried what Executives considered to be a sensible number of schools joining the trust.</p> <p>Mr Cotton responded around six schools. As pupil numbers drop the delay of impact due to lagged funding will allow redeployment of staff and resources. Trustees commented that this would require geography of schools to be considered with schools being approximately within an hour's travel.</p> <p>Trustees commented that they were encouraged to see broad environmental analysis looking at outside the Trust, and emphasised this is an area where Board expertise and skills could be further utilised.</p> <p>Mr Cotton then highlighted page 23 of the report discussing actions for consideration.</p> <p>Discussion was held regarding considering profiles of schools and future leadership planning as part of the due diligence process.</p> <p>Trustees agreed the recommendations and approved the growth plan.</p>	
<p>6. DAT/143/2223</p>	<p>Chief Executive Officers Report</p> <p>Document: CONFIDENTIAL CEO Board Report July 2023 was previously received by the Board.</p> <p>Improvement priorities are being drafted for the next academic year.</p> <p>CONFIDENTIAL: This discussion was deemed confidential and was recorded in the confidential minutes.</p> <p>Mr Cotton highlighted the draft workstreams detailed in the report.</p> <p>Trustees agreed that Mrs Thornton and Mr Holmes would be invited to present the Outcomes for 2022/23 at the Board meeting in October.</p> <p>Trustees agreed for the Board to receive a presentation on benchmarking tools, CLFP & ASOT and how these are used to support value for money.</p> <p>Action: Finance and Resourcing Committee to agree when this presentation will be delivered to the Board.</p> <p>Trustees raised Objective 2 regarding the bullet point: Secure high standards ('exceptional') Personal Development provision across all academies, querying if this takes account the need for greater focus on careers education. Mr Cotton confirmed that this would be within the workstream for objective 1.</p>	

<p>DAT/144/2223</p> <p>DAT/145/2223</p>	<p>Trustees questioned if the agency costs in finance are procured from one agency to allow negotiation for lower margins.</p> <p>Mr Cotton confirmed that a company had been used to ensure better margins on agency costs. The challenge has been the volume of need. This is a workstream for objective 3.</p> <p>CONFIDENTIAL Document: Sustainability report was previously received by the Board.</p> <p>Mr Cotton discussed the plan emphasising that this was an early draft based around the government plan.</p> <p>The draft has a number of actions based around: Climate Education, Green Skills and Carers, Education estates and digital infrastructure.</p> <p>Trustees queried if an environmental impact assessment has been planned/carried out to assess the starting point.</p> <p>Mr Cotton informed the Board that thermal imaging and heating systems assessments have been commissioned.</p> <p>Trustees commented on other areas where the plan could be developed, to include considering movement of people regarding mileage. Partnerships with environmental institutions for support and careers events to include green job workshops.</p> <p>Document: Safeguarding report June 2023 was previously received by the Board.</p> <p>Mr Cotton informed the Board that the Standards and Outcomes Committee had reviewed the report.</p>	
<p>7.</p> <p>DAT/146/2223</p>	<p>Committee Meeting Update from Chairs</p> <ul style="list-style-type: none"> - Finance and Resources Committee update (03/07/2023) <p>Documents: Financial performance, Budget 2023/24 recommendation for Board Approval and Appendix A revised Pupil Number Projections were previously received by the Board.</p> <p>Miss Marriott, member of Finance and Resources Committee, provided the Board with an update from the Committee meeting: No major change in terms of anticipated outturn at end of year, this is under the reserve threshold of 2.5% of General Annual Grant Funding.</p> <p>The Committee had debated how the reserve policy had been set and agreement was made to seek external guidance for advice on setting a reserve statement.</p> <p>The committee recommended approval at board to accept the budget below the reserve threshold.</p> <p>Risk and opportunities were discussed around pay awards, a budget assumption of 4.5% has been utilised but it not yet confirmed by unions, if more unfunded this is a risk, if less than budgeted then it is an opportunity.</p> <p>The three-year budget plan has been prepared and recommended to Board for submission to EFSA. A five-year plan is presented in the reports.</p> <p>Capital budget 23-24 was reviewed by the Committee, all available capital funding has been utilised. Sustainability actions are being undertaken to inform planning.</p> <p>The Committee has requested an update on asbestos management across the Trust.</p> <p>The Local Government Pension Scheme Discretions policy was approved by the Committee.</p>	

<p>DAT/147/2223</p>	<p>Pupil numbers from the original budget submitted to the committee were updated but did not change bottom line of budget.</p> <p>Trustees formally approved the budget and submission to the EFSA, accepting the reserves would be outside of the 2.5% reserve policy.</p> <p>– <u>Standards and Outcomes update (21/06/2023)</u></p> <p>Mr D Schwarz, Chair of Standards and Outcomes Committee, provided the Board with an update from the Committee meeting: The Committee heard a presentation on the Trusts commitment to Forest Schools in primary settings, noting that qualified staff are a resource requirement.</p> <p>The Safeguarding report was reviewed by the Committee with agreement to review, in September, systems for online monitoring and filtering ensuring appropriate for task.</p> <p>The Committee have asked for assurance in September that all statutory roles are filled.</p> <p>Trustees queried if there was concern regarding the ability to fill statutory roles and it was clarified that the Committee were not concerned but wanted assurance that the roles were in place.</p> <p>The SEND policy was reviewed by email and recommended for approval by the Board.</p> <p>A verbal update on Holgate monitoring visit was discussed at the Committee.</p> <p>The Committee reviewed the first draft of strategic objectives 2.</p>	
<p>DAT/148/2223</p>	<p>• <u>Audit and Risk Committee update (20/06/2023)</u></p> <p>Mr Quigley, member of Audit and Risk Committee, provided an update of the Committee meeting:</p> <p>Trustees received a verbal report on the outcomes of three internal audits. The written reports and the associated management actions will be provided to A&R in advance of the next A&R meeting. The audits of business continuity planning were graded low assurance (red). This was not entirely unexpected as no business continuity framework is in place, and this will be addressed in the management actions. Trustees noted though that emergency planning is in place at academies. Trustees noted that the risk register would need to be reviewed in the light of these audits.</p> <p>The annual internal scrutiny report will follow the same format as last year.</p> <p>Trustees noted the update on management actions following the recent internal audit report on the risk management framework. Trustees again raised the need for information about the process leading to preparation of the risk register, and this will be further discussed outside the meeting (see below).</p> <p>Trustees reviewed the Claims & Complaints report and the GDPR report (no issues to report to Board) and approved the EDI policy.</p> <p>Wylie Bisset have been appointed as internal auditors following interviews held on 23 June. They were the only interviewees but performed well both on paper and in person. They are based in Scotland but are willing to visit DA sites as necessary. The 23/24 internal audit programme will not be finalised until we have Wylie Bisset's input, and the proposed programme will be shared with A&R Trustees by end July in order to ensure a prompt start in September.</p>	

<p>DAT/149/2223</p>	<p>– <u>Governance and Partnership update (14/06/2023)</u></p> <p>Mr Quigley, Chair of Governance and Partnership Committee, updated the Board on the Committee meeting: Academy Improvement Review meetings are being held with Mrs Elway, Mr Cotton, Chair of Governors and Mr Schwarz, these meetings are productive and are well received by Chair of Governors.</p> <p>The Concerns and Complaints Policy was reviewed and approved with two-year review process agreed.</p> <p>Annual review of Scheme of Delegation- Chairs of Board committees to receive copy for review, noting this is a detailed document to ensure all delegated responsibilities are captured. Review of training was undertaken.</p> <p>Review of committee structure, size and composition was undertaken.</p> <p>The Committee appointed Mrs Mordue as Careers Link Trustee</p>	
<p>DAT/150/2223</p>	<p>Policies approved at Committees</p> <p>Audit & Risk Committee:</p> <ul style="list-style-type: none"> • Equality, Diversity, and Inclusion policy <p>Standards & Outcomes Committee</p> <p>SEND policy recommended for approval by Board.</p> <p>Finance and Resources Committee</p> <ul style="list-style-type: none"> • LGPS Discretions Policy <p>Governance and partnership Committee</p> <ul style="list-style-type: none"> • Concerns and Complaints Policy <p>Board ratified the above policies.</p>	
<p>DAT/151/2223</p>	<p>Policies for approval at Board:</p> <p>Document: SEND Policy was previously received by the Board</p> <p>Trustees approved the SEND policy</p>	
<p>8. DAT/152/2223</p>	<p>Statutory Updates, Changes to legal documents and Companies House filing</p> <p>Confirmation statement filed at Companies House 13 June for 9 June 2023</p> <p>The filing was noted by the Board.</p>	
<p>9. DAT/153/2223</p>	<p>Annual Requirements</p> <ul style="list-style-type: none"> • Scheme of Delegation Annual review and Approval <p>The document is still in consultation stage.</p>	
<p>10. DAT/154/2223 DAT/155/2223</p>	<p>Trustee items:</p> <p>Document: KCSIE update 2023 was previously received by the Board.</p> <p>The Chair noted that all Trustees were to complete the form by September.</p> <p>Document: CONFIDENTIAL Self-Evaluation Action plan was previously received by the Board.</p> <p>Trustees raised section 1e mechanism for enabling the board to listen, understand and respond to the voices of parents/carers, pupils, staff, local communities and employers. Noting that the appointment of attraction manager supports this point and if any other work had been completed. Mr Cotton clarified that a number of actions had been undertaken, one being community engagement with fund raising opportunities, an external consultant has been engaged to support this work and two projects are being undertaken. Another strand has been work undertaken regarding stakeholder views, this</p>	

<p>DAT/156/2223</p>	<p>includes the AIR process and Endurio have been engaged to support development of stakeholder engagement. In addition, community engagement is also one of the Trust objectives. Trustees queried if marketing appointments made recently in academies would support this area of development. Mr Cotton confirmed that a marketing appointment had been made for The Holgate Academy. A number of instances has been encountered of press being approached rather than contacting the school, this requires proactive management from marketing. Document: CONFIDENTIAL External Review Action Plan update was previously received by the Board. This item requires updates from the communication review action plan and will continue to be updated.</p>	
<p>DAT/157/2223</p>	<p>Document: Declaration of Interests was previously received by the Board. The Chair informed the Board that the declaration is required to be completed by September.</p>	
<p>DAT/158/2223</p>	<p>Document: Code of Conduct was previously received by the Board. The Chair informed the Board that the declaration is required to be completed by September.</p>	
<p>DAT/159/2223</p>	<p>Document: Letter to Governors and Trustees: Qualification Results 2023 (Ofqual) was previously received by the Board. The Board noted the correspondence.</p>	
<p>DAT/160/2223</p>	<p>Chairs Correspondence CONFIDENTIAL Documents: ROA - RH Letter- confidential was previously received by the Board CONFIDENTIAL: This discussion was deemed confidential and was recorded in the confidential minutes.</p>	
<p>DAT/161/2223</p>	<p>Document: CONFIDENTIAL Exit Questionnaire – R Shearing was previously received by the Board. Trustees discussed the comments in the exit questionnaire. It was agreed that a Trustee would contact Mr Shearing, if he was agreeable, to discuss his comments further and gain a deeper understanding. Trustees agreed to engage EDI consultant to work with the Board to consider recruitment of Trustees and any unintended consequences of language used in advertising and recruitment of Trustees. Action: Governance professional to contact Mr Shearing to arrange discussion with Trustee Action: Mr Cotton to contact EDI consultant to arrange support and advice for Trustee recruitment.</p>	
<p>DAT/162/2223</p>	<p>Document: Letter to Chairs and Accounting Officers EFSA 6 July 2023 was previously received by the Board The letter was received and noted by the Board.</p>	
<p>11. DAT/163/2223</p>	<p>Executive items: Document: Tuxford Academy Ofsted Report was previously received by the Board. This discussion was deemed confidential and was recorded in the confidential minutes.</p>	
<p>DAT/164/2223</p>	<p>Document: Queen Elizabeth Academy Ofsted Report was previously received by the Board Trustees had no further questions.</p>	

<p>DAT/165/2223</p>	<p>CONFIDENTIAL Document: Confidential item – The Holgate Academy Monitoring Visit was previously received by the Board CONFIDENTIAL: This discussion was deemed confidential and was recorded in the confidential minutes.</p>	
<p>12. DAT/166/2223</p>	<p>Determination of Confidentiality Trustees considered whether anything discussed during the meeting should be deemed as confidential. It was resolved:</p> <ul style="list-style-type: none"> – Document in agenda item 5 DAT/142/2223 would remain confidential to the Board. – An item in agenda item 5 DAT/142/2223 would remain confidential to the Board – A document in agenda item 6 DAT/143/2223 would remain confidential to the Board. – An item discussed in agenda item 6 DAT/143/2223 would remain confidential to the Board – A document in agenda item 6 DAT/144/2223 would remain confidential to the Board – Documents in agenda item 11 DAT/155/2223, DAT/156/2223, DAT/160/2223, DAT/165/2223 would remain confidential to the Board. <p>Equalities Act consideration</p> <ul style="list-style-type: none"> – The Board discussed engaging the EDI consultant to advise on recruitment of Trustees to ensure diverse and representative. – The Board were updated on EDI progress being undertaken with the EDI consultant. <p>Have decisions been made according to the 7 Nolan Principles</p> <ul style="list-style-type: none"> – Attendees were content that all decisions made adhere to the seven Nolan principles <p>Consider any item to be referred 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. DAT</p>	<p>Date and time of next meeting: Wednesday 11 October 2023, 5.00pm at Diverse Education Centre, Retford.</p>	

The meeting closed at: 19:07

Minutes agreed by Chair: