

## Minutes of the Diverse Academies Trust Board Meeting 20 March 2024 at 5pm, at Diverse Education Centre, Retford

Quorum Required:3

Trustees Present: 6 in person, 1 virtually for part of the meeting.

Trustee name	Initials	A = absence
Mrs M Blore	MB	
Mr L Donald	LD	A
Mrs J Mordue	JM	Via team until 5.47pm
Mr M Quigley MBE (Chair)	MQ	
Mr J Rolph	JR	
Mr D Schwarz	DS	
Mr I Storey	IS	
Mr R Vizma	RV	Arrived at 5.26pm

Quorum required: 3

Trustees Present: 6 in person, 1 virtual

### 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/98/2324	<b>Apologies for absence</b> No apologies for absence were received, Mr Donald was not present at the meeting.	
2. DAT/99/2324	<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. No new declarations of interests were made.	
3. DAT/100/2324	<b>Minutes of the meeting dated Wednesday 31 January 2024 <a href="#">Public</a> and <a href="#">Confidential</a></b> The minutes of the previous meeting dated 31 January 2024 were approved.	
4. DAT/101/2324	<b>Matters Arising:</b>	

	<p><b>DAT/38/2324 (DAT/11/2324) Proposed action plan for Board and LAC relationship Development</b></p> <p><b>Action:</b> Trustees to email JHH with availability for LAC meetings and visits. Trustees raised a query on the expectations required of Trustees at the meetings. Discussion was held number of trustees available to offer attendance at LAC meetings.</p> <p><b>Action:</b> Mr Schwarz to draft a remit for Trustees attending and expectations.</p> <p>Discussion was held regarding the visits to academies, keeping them to two per term and offering the opportunity for trustees to attend as visits are planned.</p> <p><b>DAT/86/2324 Strategic objectives</b></p> <p><b>Action:</b> Circulation of <a href="#">staff engagement survey</a> to Board.</p> <p><b>Action:</b> Board to raise any questions for Mr Rolph to feedback at Finance and Resources Committee.</p> <p>Discussion was held regarding the survey, how the questions are posed and the impact of neutral responses.</p> <p>Following <b>Trustees questions</b> Mr Cotton clarified that work is being undertaken to look at Trust perception and workload. The area of staff development will be an area for some of the academies to consider in more detail. This is the first survey; follow up survey will be undertaken in the summer term for monitoring of progress.</p>	DS
5. DAT/102/2324	<p><b>Chief Executive Officers Report</b></p> <ul style="list-style-type: none"> <li>• CEO Board <a href="#">Report March 2024</a></li> <li>• Appendix 1: <a href="#">Safeguarding, Attendance and Exclusions report Mar2024</a></li> <li>• Appendix 2: <a href="#">Holgate update</a></li> <li>• Appendix 3: <a href="#">Growth Task Group Terms of Reference</a></li> <li>• Appendix 4: <a href="#">Equity, Diversity, Inclusion</a></li> <li>• Appendix 5: <a href="#">Academic rigour</a></li> <li>• Appendix 6: <a href="#">Post 16 position paper</a></li> </ul> <p>Trustees confirmed they had received and read the report and associated appendices.</p> <p>Mr Cotton discussed the appendices included within the report which are linked to the key workstreams of the strategic objectives.</p> <p>Appendix 6 Post 16 position has been presented to Standards and Outcomes Committee and is to be discussed further at the next committee meeting in May.</p> <p>Appendix 5 Academic Rigour is similar to the report received at Standards and Outcomes from the Chief Education Officers.</p> <p>Appendix 4 Equity Diversity and Inclusion shows where the actions are currently as a Trust, this will remain as a key workstream next year.</p> <p>Appendix 3 Growth Plan details the remit of the growth task group, Mr Cotton provided a brief update on work being undertaken by the group. The group maintain a tracker of actions being undertaken related to growth.</p> <p>Appendix 2 Holgate update was presented at the Standards and Outcomes Committee and is shared with the Board for information on progress.</p> <p>Appendix 1 Safeguarding report had also been reviewed in detail by the Standards and Outcomes Committee.</p>	

<p>DAT/103/2324</p>	<p><b>Trustees queried</b> if the growth task force included target identification, Mr Cotton explained that due to the complexities around academisation, a different approach was required monitoring various factors such as academy orders, inadequate Ofsted judgements, financial notices to improve, brokering positive relationships and discussions with Heads of Education Services for Local Authorities.</p> <p>Following <b>Trustees querying</b> if there was a particular profile of schools looking for in the growth strategy, Mr Cotton explained the strategy would consider capacity and other factors.</p> <p><b>Action:</b> <a href="#">Growth Strategy</a> to be shared with new trustee.</p> <p>Mrs Mordue left meeting at 5.47pm</p> <p><b>Trustees queried</b> if the task force would also be looking at organic growth in terms of new pupils and buildings.</p> <p>Mr Cotton clarified that this is a separate workstream, which involves conversations with the Local Authority regarding place planning and funding which the Local Authority manage.</p> <p><b>Trustee raised</b> the website landing page for recruiting schools to join the Trust and questioned if this had been considered for its appropriateness to meet the needs.</p> <p>Mr Cotton responded that the growth task group are reviewing the landing page, to expand the information to ensure schools have the right information and enough detail.</p> <p><b>Trustees commented</b> that the landing page needs to convey the benefits of diversity within the Trust for schools to have individual identities.</p> <p>Following <b>Trustees asking</b> it was clarified that new schools being commissioned are being tracked.</p> <p><b>Trustees queried</b> the Year 11 data figures difference between current and Fisher Family Trust (FFT) estimate and if this was a projection. Mr Cotton explained the current was from Autumn data set, showing where they are now and not a forecast. The estimate is from FFT based on Key Stage 2 SATS, which are very aspirational and do not consider disadvantage.</p> <p><b>Trustees queried</b> if it was FFT 5, 20 or 50 and Mr Cotton clarified that it was dependant on the academy and the performance historically to avoid demotivating students.</p> <p><b>Trustees queried</b> if there are predicted grades, Mr Cotton communicated that academies have predicted grades, but they are not used for reporting as confidence of predications can be varied. Information on how add value and tracking progress is more important to understand.</p> <p>Mr Cotton explained, following <b>Trustees raising the question</b>, that assessments are used throughout the year groups to ensure aware of issues and putting interventions in place before reach Year 11.</p> <p><u>Additional updates</u></p> <p>Mr Cotton apprised the Board that Thrumpton Primary Academy site, following the flood, is expected to be operational once more from the middle of May.</p> <p>The Chief Education officers are liaising with the academy to assess the best time to move back to the site to avoid disruption to learning.</p>	<p>JHH</p>
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<b>DAT/104/2324</b>	Confidential: This item was deemed confidential and was recorded in the confidential minutes.	
<b>DAT/105/2324</b>	<p><b>Trustees approved</b> the option proposal and Mr Cotton will keep the Board informed of the outcome.</p> <p><u>Annual report</u></p> <p>Mr Cotton informed Trustees of work which had been undertaken to produce an Annual Report in addition to the required Financial Statements and Trustee Annual Report. This report is prepared in a more infographic way to be more engaging to its audience.</p> <p><b>Trustees queried</b> the target audience for the report, and it was described as external future partnerships, communities, MP's, and potential parents. The report would also be published on the website.</p> <p><b>Trustees commented</b> that it would be a good marketing tool and also help with staff engagement as a more accessible report than the full Trustees Annual Report.</p> <p><b>Action:</b> <u>Annual report</u> to be circulated to Trustees.</p>	JHH
6. <b>DAT/106/2324</b>	<p><b>Set date and agenda Governance conference.</b></p> <p>Discussion was held regarding the Chairs and Vice Chairs meeting cancellation due to low uptake, and low attendance at Governance Conferences by Governors previously. The Board were informed that Mrs Elway is horizon scanning and looking at external conferences to select emerging themes from the sector and will bring proposals to the Governance and Partnership Committee.</p> <p>Discussion was held on timings of the conference and Trustees agreed to hold it in September.</p> <p>Agenda, guest speakers and how the conference is promoted are considerations to ensure increased attendance.</p> <p><b>Action:</b> Mrs Elway to present proposal of agenda for governance conference at next Governance and Partnership Meeting.</p>	AE
7. <b>DAT/107/2324</b>	<p><b>Committee Meeting Update from Chairs</b></p> <ul style="list-style-type: none"> <li>– Governance and Partnership Committee update (21/02/2024)</li> </ul> <p>Mr Rolph updated the Board due to Mr Quigley being absent from the Committee meeting.</p> <p>The Committee had reviewed the responses to the Local Authority consultation on Admissions agreeing the responses. Section one of the Academy Governance Code was reviewed and how the Trust benchmark against this.</p> <p>Future governance conference was discussed by the Committee and referred to Board to agree a date.</p>	
<b>DAT/108/2324</b>	<ul style="list-style-type: none"> <li>○ Board composition &amp; recruitment <u>proposal</u> was previously received by the Board.</li> </ul> <p>This item was taken after agenda item 4 to allow Mrs Mordue to contribute to the discussion.</p> <p>Mr Schwarz updated the Board that Mrs Elway, Mrs Harrison Hill, Mrs Mordue and Mr Schwarz had met to discuss skill sets and Board composition and how to attract individuals with skill type.</p> <p>Discussion was held on potential barriers to recruiting Trustees considering timings and locations.</p> <p><b>Action:</b> Further discussion at the next Board meeting on locations and timings of Board meetings.</p>	Trustees

<p><b>DAT/109/2324</b></p>	<p><b>Trustees discussed</b> representation by legal and HR experts as not essential but are a nice to have. Highlighting that risk management experience would be a good skill for the leadership/generalist appointments to have.</p> <p>Mr Vizma arrived at 5.26pm</p> <p>Discussion was held on the ideal number of Trustees with Trustees agreeing that ten was optimal to provide the balance of sufficient trustees to service the Committees, with the flexibility to fluctuate to more Trustees to enable succession planning.</p> <p><b>Action:</b> Follow up meeting for Mr Schwarz, Mrs Mordue, Mrs Elway and Mrs Harrison Hill to discuss moving forward with recruitment.</p> <p>The meeting returned to agenda item 5.</p> <ul style="list-style-type: none"> <li>– Audit and Risk Committee update (28/02/2024) <ul style="list-style-type: none"> <li>○ <a href="#">Corporate Risk Register</a> was previously received by the Board.</li> </ul> </li> </ul> <p>Mr I Storey, Chair of Audit and Risk Committee, provided the Board with an update from the Committee meeting: The Committee had discussed in depth the new risk register which remains a work in progress but is moving in the right direction.</p> <p>Mr Storey explained the <a href="#">Corporate Risk Register</a> spreadsheet to the Board. Discussing how the risks had been compiled and categorised.</p> <p>Each of the seven categorisations had been assigned to committees. The committees' role is to confirm the risks identified and monitor risk level and mitigations over time, with any changes, additions or concerns being fed back to the Audit and Risk Committee.</p> <p><b>Trustees discussed</b> who agrees the RAG ratings, it was clarified that this is agreed through discussion with stakeholders and executives for committees to consider. Many of the mitigations are part of a workstream for the strategic objectives.</p> <p><b>Trustees discussed</b> risk appetite and the need for committees to look at appetites to risk and tolerances around risk areas.</p> <p><b>Trustees commented</b> that the balance scorecard would help with the process of risk appetite and queried when the balance scorecard would be presented to the Board. Mr Cotton updated that work is in the final stages for presenting the balance scorecard to the Board.</p> <p>Mr Storey informed the Board that the Committee had approved the Risk Policy.</p> <p>Internal audits were underway, and audits reports are expected to be presented at the Committee meeting in June. Audit and risk internal scrutiny practical guidance was published last month and will be reviewed in next committee meeting.</p>	<p>DS/JM/JHH/AE</p>
<p><b>DAT/110/2324</b></p>	<ul style="list-style-type: none"> <li>– Finance and Resources Committee update (11/03/2024)) <ul style="list-style-type: none"> <li>○ Financial performance <a href="#">report</a> was previously received by the Board.</li> </ul> </li> </ul> <p>Mr Rolph, Chair of Finance and Resources Committee, provided the Board with an update from the Committee meeting:</p>	

<p>DAT/111/2324</p>	<p>The Committee reviewed budgets against performance to date. Forecast 1 for the year was not showing any areas of concern. Financial risks were considered in terms of income, funding for pension uplifts and special needs funding. Cash flow and Capital spend were reviewed with no concerns.</p> <p>The SRMSAT return was reviewed, and a copy has been circulated to all Trustees. The Committee had approved submission of the report.</p> <p>Comparative data on key areas were analysed along with controls in place and the committee will continue to track 4 areas: Post 16, agency, alternative provision and leadership and management costs.</p> <p>Financial procedures policy was discussed and approved. A discussion on treasury procedures was held following the investment of money.</p> <p>The Gender Pay Gap report was considered in detail, there are no significant changes, all actions possible are taken to reduce the pay gap, but this is due to staff in roles, by taking cleaning and catering inhouse this will impact on the report further next year due to bringing in lower paid employees so making situation worse as generally females. The Committee recommended to the Board approval of the Gender Pay Report.</p> <p><b>Trustees approved</b> Gender Pay Gap report and SMRSAT for submission.</p> <p><b>Trustees queried</b> alternative provision variances in the financial report and asked Mr Cotton how consider off site provision costs versus in house and the implications and education benefits.</p> <p>Mr Cotton clarified that it was assessed on a case-by-case basis. Offsite alternative provision is expensive and of variable quality. Where possible in-house provision is preferred however, sometimes due to the challenges presented by some children, have to attend off site provision.</p> <ul style="list-style-type: none"> <li>– Standards and Outcomes Committee update (06/03/2024)</li> </ul> <p>Mr Schwarz, Chair of Standards and Outcomes Committee, provided the Board with an update from the Committee meeting:</p> <p>The Committee reviewed the Safeguarding report (as previously received by the Board under agenda item 5 Appendix 1). Highlighting that there was concern over the number of referrals to external agencies now not meeting the thresholds due to increase in need, lack of funding and staffing in the Local Authorities. <b>Discussion was held on any actions the Board could take</b> to support the executives in highlighting the concern to Local Authority.</p> <p>Mr Cotton clarified that care is being taken to ensure academies focus on remit and do not try to fill the gap of external agencies but strive to hold these services to account.</p> <p><b>Trustees queried</b> the issue of lack of external agencies with children who should be receiving extra support. It was explained that alongside lobbying and persistence, filtering and prioritising most need is undertaken.</p>	
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<p><b>DAT/112/2324</b></p>	<p><b>Trustees further questioned</b> if there was a pressure to appoint extra staff to compensate for lack of support from external agencies.</p> <p>Mr Cotton responded that this could result in the external agencies being less responsive due to having staff in academies with the skills. The academies would also be employing staff and working outside the remit of schools. The committee were informed about the monitoring and filtering progress with concerns being raised regarding the appropriateness of SENSO due to flagging multiple false positives, further work is being undertaken to improve this. The recent student survey had highlighted a significant number of pupils indicating they would not flag issues; further work is being undertaken to investigate the reporting culture. The training on 'Effectively monitoring the quality of education' was viewed by the committee members. The Committee discussed governor's role to assure the quality of education in academies. The Committee have agreed to discuss this further as to how the Board are assured that this is happening and referring to Governance and Partnership Committee for discussion.</p> <p>A presentation on target setting was received by the Committee. There was a lengthy discussion on the information presented and the Committee will continue to review the data and track across the year.</p> <p>Debate was held in the Committee meeting regarding targets for future years and how to measure these. In depth discussion was held regarding understanding the data and limitations of the data considering change in profile, demographics, cohorts but the ability to see what is being undertaken to address educational performance and improvements being made is the focus required.</p> <p><b>Policies approved at Committees</b></p> <p>Standards &amp; Outcomes Committee</p> <ul style="list-style-type: none"> <li>• Suspension and exclusion policy</li> </ul> <p>Governance and Partnership Committee</p> <ul style="list-style-type: none"> <li>• Unreasonable complaints and vexatious communications policy</li> </ul> <p>Audit and Risk Committee</p> <ul style="list-style-type: none"> <li>• Risk policy.</li> </ul> <p>Finance and Resources Committee</p> <ul style="list-style-type: none"> <li>• Financial procedures manual</li> </ul> <p>Policies for approval at Board:</p> <p>There were no policies for the Board to approve.</p>	
<p>8. <b>DAT/113/2324</b></p>	<p><b>Statutory Updates, Changes to legal documents and Companies House filing</b></p> <ul style="list-style-type: none"> <li>• Modern Slavery statement submitted to Gov.uk registry website on 28 February 2024.</li> <li>• New Trustee R Vizma added to Companies House &amp; GIAS</li> </ul> <p>The Economic Crime and Corporate Transparency Act 2023 – bringing <a href="#">changes</a> for improving quality of data on registers. Main impact is verification of ID, filing processes using software.</p>	
<p>9. <b>DAT/114/2324</b></p>	<p><b>Annual Requirements</b></p>	



	<ul style="list-style-type: none"> <li>Gender pay gap <a href="#">report</a> and <a href="#">SMRSAC</a> Submission were previously received by the Board.</li> </ul> <p>The Board <b>approved</b> both reports having heard from the Finance and Resources Committee that they had been reviewed at the committee meeting.</p>	
10. DAT/115/2324	<p><b>Trustee items:</b></p> <ul style="list-style-type: none"> <li>Consider trustee appointment.</li> </ul> <p>The Board were informed that a panel had interviewed applicant Mr P Simpson for role of Trustee and were recommending appointment to the Board.</p> <p><b>Trustees approved</b> the appointment of Mr P Simpson as a co-opted Trustee under Article 58.</p>	JHH
DAT/116/2324	<ul style="list-style-type: none"> <li>Official opening of the Samuel Barlow Primary Academy's Expansion Project on Thursday 25th April at 1.30pm</li> </ul> <p>Two trustees confirmed they were attending the opening.</p>	
DAT/117/2324	<ul style="list-style-type: none"> <li>CST Trustees and Governance Leaders <a href="#">Conference</a> (Birmingham Friday 7 June 2024.)</li> </ul> <p>Trustees were made aware of the conference and asked to contact the governance professional should they wish to book a place.</p>	
DAT/118/2324	<ul style="list-style-type: none"> <li>Academy Trust <a href="#">Governance Guide</a> (replaces governance handbook 2019)</li> </ul> <p>Trustees were made aware of the link to the new Academy Trust Governance Guide which replaces the Governance Handbook. The Governance Professional informed trustees that the Guide had split out academies from mainstream schools. There are no new governance requirements.</p> <p><b>Action:</b> Summary of guide changes for next meeting by governance professional.</p>	
DAT/119/2324	<p><b>Chairs Correspondence</b></p> <ul style="list-style-type: none"> <li>Letter THA <a href="#">CAS –500235 19 February 2024</a> &amp; <a href="#">response</a> were previously received by the Board.</li> </ul> <p>Mr Cotton briefed the Board on the complaint which was a repetition of the complaint previously dealt with by the Local Authority.</p>	
11. DAT/120/2324	<p><b>Executive items:</b></p> <ul style="list-style-type: none"> <li>Free school bid update</li> </ul> <p>The CEO Board report had detailed the update regarding the Free school bid.</p>	
12. DAT/121/2324	<p><b>Determination of Confidentiality</b></p> <p>-Item discussed under agenda item 5 DAT/104/2324 would remain confidential until decision taken.</p> <p><b>Equalities Act consideration</b></p> <p>The Board had received and discussed the gender pay gap report.</p> <p><b>Have decisions been made according to the 7 Nolan Principles</b></p> <p>Trustees were content that all decisions made adhere to the seven Nolan principles.</p> <p><b>Consider any item to be referred to Charities Commission</b></p> <p>Trustees resolved that no items required reporting to the Charities Commission</p>	



13. <b>DAT/122/2324</b>	Date and time of next meeting: <b>15 May 2024, 5.00pm</b> at Diverse Education Centre, Retford.	
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**The meeting closed at: 7.27pm**

**Minutes agreed by Chair:**