

Diverse Academies Trust

Minutes of the Audit and Risk Committee Meeting

Tuesday 16 September 2025 at 4.00pm, held via Microsoft Teams.

Quorum required:2

Committee members present: 3

Trustee name	Initials	A = absence
Mrs M Blore	MB	
Mr M Quigley MBE	MQ	A
Mr J Robertson	JMR	
Mr I Storey (Chair)	IS	
Mr R Vizma	RV	A

In attendance (staff or other invited persons):

Staff name	Initials	Role	A = Absence
Mr D Cotton	DC	Chief Executive Officer and Accounting Officer	
Mr G Corban	GC	Chief Operating Officer	
Mrs V Williams	VW	Head of Corporate Affairs	
Ms S Archibald	SA	WBG (internal auditors)	A
Mr C McGinley	CM	WBG (internal auditors)	
Mrs J Harrison Hill	JHH	Governance Professional	

Agenda item number	Item	Action by who/when
ARC/01/2526	Pre reading Autumn term 1 pack was previously received by the committee.	
1. ARC/02/2526	Elect Chair No nominations for Chair had been received prior to the meeting. Mr Storey confirmed that he was willing to continue in the role, and committee members unanimously agreed to his re-election as Chair of the Committee. Mr Storey then began to Chair the meeting.	
2. ARC/03/2526	Apologies for absence Apologies for absence were received and agreed from Mr R Vizma and Ms S Archibald of WBG auditors. Mr Quigley sent his apologies after the meeting via email. Mr Storey introduced Mr McGinley from WBG Auditors, who was attending in place of Ms Archibald.	
3. ARC/04/2526	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.	
4.	Minutes of the meeting dated 4 June 2025	

ARC/05/2526	The minutes of the meeting, having previously been received were agreed by the chair.	
5. ARC/06/2526	Matters Arising: See action log on next page	
6. ARC/07/2526	<p>Trustees review of Committee annual review report</p> <p>The committee annual review report having previously been received by the committee, had been submitted to Governance and Partnership committee. The report noted the committees' successes, future challenges, support and membership of the committee. Mr Corban raised that the challenges detailed in the report was useful in terms of signposting focus areas for reporting to the committee across the year.</p> <p>The committee noted the need to ensure that the risk management process provides maximum benefit commensurate with the associated resource cost. Also as part of moderating the register, the possible need for training and development linked to evolving thinking around risk appetite, to help create greater consistency.</p> <p>Trustees noted that some statements on risk appetite are relatively complex whilst some statements are more concise.</p> <p>Trustees discussed the need for them to clarify the process to identify and escalate risks from Local Academy Committees (LACs) and ensure that LACs have visibility how their input into the risk process is translated into the register. This will be an area which the committee will pick up in future meetings.</p>	
7. ARC/08/2526	<p>Internal Audit</p> <p><u>Health and Safety Audit</u></p> <p>Mr McGinley discussed the Health and Safety audit which had been carried out by WBG during the previous academic year. Detailing the approach to the audit undertaken and confirming that strong assurance surrounding Health & Safety arrangements are in place. From the audit 1 low grade recommendation for improvement was raised and 1 observation for consideration, as well as several good practice points.</p> <p>Mr Connor highlighted that the recommendation was related to an observation of no key strategic lead for health and safety for the Trust. Recommendations were focused on standardised reporting mechanisms and consistency with a structured process for consolidating this information and reporting key issues to the Board and relevant committees.</p> <p>Mr Corban clarified that the appointment of Head of Estates had not been successful.</p> <p>Work will progress for the standardisation of reporting. Noting that unless additional roles are added into the structure for health and safety, which require additional resources, the current mixed economy of responsibilities will remain as Mr Corban did not feel this was the appropriate time to change the structure.</p> <p>Trustees were content to continue to review under the recommendation's tracker progress on reporting.</p>	
ARC/09/2526	<p><u>Internal audit plan</u></p> <p>The internal audit plan for 2025/26 was reviewed, the areas for the audit proposed are: payroll, GDPR, staff recruitment and retention, artificial intelligence (AI) (advisory review), estates management, and follow up of previous years recommendations.</p> <p>Trustees discussed the timing of the audits with the majority of audits being planned for summer term and if this should have a</p>	

ARC/10/2526	<p>broader spread or if any should be brought forward as a pressing issue, giving the example of AI.</p> <p>Mr Corban clarified that the planning had been carried out with key personnel noting pressures around workload.</p> <p>It was agreed to move staff recruitment to Easter to be more aligned with activity taking place at that time, and bring AI forward, and potentially moving payroll to March leaving just estates management for the summer term.</p> <p>Action: CM to inform SA of changes to internal audit planning dates.</p> <p><u>Internal audit update</u></p> <p>Mr McGinley noted the change to the management structure at WBG to have a named director and manager. Peter Clark is the named director.</p> <p>In the internal audit sector AI is an area which is being considered widely, and the planned AI audit was considered timely.</p> <p>Environmental sustainability was noted as an area going through revision with the government in terms of how net zero and carbon reduction projects are funded, and an area for the committee to be aware of.</p> <p>Trustees commented that net zero and sustainability and how that is characterised would potentially be an area to consider for 2026/27 audit planning.</p>	CM/SA
ARC/11/2526	<p><u>Recommendations tracker</u></p> <p>The tracker having previously been received in the pre-reading pack was displayed on the screen and reviewed, the committee considered the status and comments to support the status of each recommendation.</p>	
8. ARC/12/2526	<p>Risk management documents:</p> <p><u>Risk register</u></p> <p>The changes to the format of the risk register were discussed, confirming it now allows easier tracking of changes encouraging consistency of style of narrative and conciseness.</p>	
ARC/12/2526	<p><u>Risk process approach</u></p> <p>The committee discussed the approach to keeping the risk register under review and committees engaging with it.</p> <p>Board committees have the opportunity to flag issues throughout the year with the audit and risk committee acting as the gatekeeper.</p> <p>Discussion was held on an additional formal review of the risks, mitigations and appetites by committees in respect of the risks that they own.</p> <p>Mr Corban suggested that horizon scanning was approached first. We can then ask committees to consider, in the spring term, issues from horizon scanning and to recommend any other changes. We can then update the risk register in the summer term.</p> <p>At its next meeting the committee will identify any areas that we will specifically want board committees to review such as moderating risk appetite ratings, or mitigations to reflect risk appetite.</p>	JHH/agenda
ARC/13/2526	<p>Action: agenda item for audit and risk committee 17 November 2025: Discussion on formal review of risk register by board committees.</p> <p><u>Risk report</u></p> <p>Mr Corban explained that the risk report will keep track of emerging risks and issues raised for trustees to review across course of year.</p>	
9. ARC/14/2526	<p>AI update report</p> <p>The AI report was previously received by the committee.</p> <p>The report provides a context of the work underway in this area, which is in the exploratory phase, reporting on the context of environment</p>	

	<p>working in, setting guiding principles and priorities. It was noted that it is an ever-evolving area of work.</p> <p>Priorities are currently the expansion of CPD in this area.</p> <p>Trustees questioned what risks can be distilled from the report.</p> <p>Mrs Williams clarified that the risks included usage and not utilising. Firewalls are in place to safeguard and mitigate risk in student usage. Further consideration to be given to assess AI-related risk areas and appropriate mitigations. AI is a component of many areas and so will not be a standalone risk on the risk register but will inform a number of risk areas.</p> <p>Trustees noted that the AI internal audit plan being brought forward will enable earlier utilisation of the learning and recommendations.</p>	
10. ARC/15/2526	<p>Internal Scrutiny Report</p> <p>The committee discussed the Internal scrutiny report template previously received by the committee.</p> <p>The skeleton of the internal scrutiny report format for the year end reporting had been built on feedback from the committee. And will be ready for the committee to receive at the next audit and risk committee. Trustees agreed the format of the report.</p>	
11. ARC/16/2526	<p>Accounting Officer Report</p> <p>The committee considered the accounting officer report template previously received, noting that as the meeting is being held only a few weeks into the term this is the proposed template for the format of the reporting going forward.</p> <p>Mr Cotton asked trustees for any feedback regarding the format.</p> <p>Mr Storey queried if the intention is for over course of year the report will be consolidated into the internal scrutiny report. It was confirmed that this would be the main flow for reporting across year dovetailing into the internal scrutiny report. Research and best practice have been utilised to develop the format.</p>	
12. ARC/17/2526	<p>Internal Audit contract update</p> <p>Mr Corban reminded the committee that the WBG contract was initially a three-year contract with the option to break after two years, and the possibility of extending through annual renewals. This is the third year and an engagement letter is in place.</p> <p>Agreement for the continued engagement of WBG auditors had previously been sought by email for 2025/26.</p> <p>Action: Agenda item for Audit and Risk Committee in November to discuss internal audit contract for 2026/27.</p>	JHH/Agenda
13. ARC/18/2526	<p>Policy Approval</p> <p>There were no policies requiring approval.</p>	
14. ARC/19/2526	<p>Issues referred to/from the Board</p> <ul style="list-style-type: none"> • Risk register to be shared with the Board • Template for internal scrutiny report (add to board pre-reading pack) • Third year of WBG internal audit providers with discussion at next meeting for 2026/27 provider. 	
15. ARC/20/2526	<p>Determination of confidentiality of business</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"> - That no confidential information had been discussed <p>Equality Act consideration</p> <p>There had been no Equality Act implications</p> <p>Nolan Principles</p>	

	Attendees were content that all decisions made adhere to the seven Nolan principles	
16. ARC/21/2526	Date and time of next meeting: Monday 17 November 2025, 1.00pm at Retford Education Centre.	

Agenda item 5: Matters Arising:
ARC/06/2526

Minute reference	Meeting date raised	Action required	Owner	
ARC/66/2425	04/06/2025	Cyber Security Action: Mr Corban to discuss with Head of IT scenario testing for cyber incident response inside of term time for real life scenario planning	GC	Mr Corban confirmed that scenario testing during term time is planned over the course of the year. As these tests are undertaken this will be reported back to the committee. This item is now complete.
ARC/66/2425	04/06/2025	Cyber security internal audit Action: Mr Clarke to provide further clarification on how individual area scores are linked to specific recommendations and what constitutes a failure significant enough to warrant a recommendation	NC (WBG)	<p>Mr McGinley explained the scoring process. Noting the framework and how this is benchmarked against.</p> <p>The audit of Cyber Security which raised this issue is quite specific to the ten statements of cyber security.</p> <p>Trustees raised that more narrative was required when a recommendation does not result from the score to show why the score was less than 1 to guide action to improve the score.</p> <p>Action: Mr McGinley would feedback that in audits coming up this year to show indication in narrative as to why it warranted a score below 1.</p> <p>This item is now complete.</p>
ARC/69/2425	04/06/2025	Action: Mr Corban and Mr Cotton to provide update at next committee on work undertaken for control and assurance regarding AI.	DC/GC	See agenda item 9, this item is now complete.

ARC/69/2425	04/06/2025	Discussion was held on AI, AI risks, training, connections to data security and what work was being undertaken to ensure safe use. Action: Inclusion in Internal scrutiny report on assurance for SEND risks	GC	See AI report and internal scrutiny report inclusion agenda item 9 and 10, this item is now complete.
ARC/70/2425	04/06/2025	Action The committee agreed, once changes have been approved, for the risk register format to change from excel to word to allow track changes.	GC	Complete and new format on agenda. This item is now complete.
ARC/70/2425	04/06/2025	Action: Committees to move risk appetite ratings to AMCOE model over 2025/2026.	Board committees	Following discussion, it was agreed not to include AMCOE ratings at the moment. Future consideration will be given value and benefit and when this is appropriate to progress. The immediate focus will be on risk appetite and ensuring mitigation are in place to bring risks to align with appetites and ensuring understanding by committees. This item is now complete.
ARC/73/2425	04/06/2025	Policy Approval Risk Management Policy Action: 2.3.2 and 2.3.3 to be removed from the policy statement as this is not in line with current risk appetite statements.	GC	This item is now complete.

The meeting closed at: 18.05

Minutes agreed by Chair: on 17 November 2025 minute number ARC/24/2526