

**Minutes of the Diverse Academies Trust Board Meeting  
Wednesday 10 December 2025 at 5pm, at Diverse Education Centre, Retford**

Quorum Required:3

Trustees Present:6

Trustee name	Initials	A = absence
Mrs M Blore	MB	
Mr J Robertson	JMR	
Mr J Rolph	JR	
Mr D Schwarz (Chair)	DS	
Mr I Storey	IS	
Mr R Vizma	RV	From 17:17

**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/33/2526	<b>Apologies for absence</b> There were no apologies for absence.	
2. DAT/34/2526	<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/36/2526	<b>Minutes of the meeting dated Wednesday 08 October 2025 public and confidential.</b> The minutes of the meeting held 08 October 2025 having previously been received were agreed and approved by the Chair.	
4. DAT/37/2526	<b>Matters Arising:</b> <b>DAT/05/2526 (DAT/170/2425) Reflection on revised agenda style</b> <b>Action:</b> Governance professional to arrange AI Session prior to Board meeting. Mrs Harrison Hill discussed the Microsoft Forms survey in progress to assess the current use of AI amongst trustees and areas they would like to explore. It was agreed that a session would be held before the next board meeting to explore the use of AI for trustees.	

	<p><b>DAT/08/2526 Scheme of Delegation</b>  <b>Action:</b> Mrs Elway to seek clarification on constitution of LAC's as sub committees of the board.  Mrs Elways had clarified that the Local Academy Committees are formally constituted as sub-committees of the Trust Board. While their reporting route is via the Governance and Partnership Committee, they remain accountable to the Board through the Scheme of Delegation, which outlines their delegated responsibilities and the mechanisms for assurance and oversight. This item is now complete.  <b>Mr Rolph raised</b> that the Scheme of Delegation regarding remuneration remains unchanged whilst discussions are underway, once agreed this will be brought back to the Board for approval.  <b>DAT/31/2526 Executive Pay</b>  <b>Action:</b> The remit of the proposed Remuneration and Pay Committee will be revisited at the next Board meeting to finalise its scope and confirm trustee membership.  Mr Cotton updated the Board that work is underway to develop policies based on recommendations from Browne Jacobson solicitors. Mr Rolph stressed that this process is intended to provide assurance that the work is being carried out thoroughly and appropriately. The proposed approach includes a session for the members of the governance and partnership committee without executive members present to review the information and determine what should be included, followed by a separate session with the CEO to address remaining matters.  Mr Cotton informed the board that following the previous Board meeting, the Head of Governance and Head of People, had consulted with Browne Jacobson. A review of current documentation had confirmed strong practice, but Browne Jacobson also identified several recommendations.  The Board were informed that the Head of People and Head of Governance are working with Browne Jabobson solicitors to produce a draft Executive Pay Policy, associated practices, and updated Terms of Reference.  Mr Cotton informed the board that he had received an updated draft today and a meeting was agreed to be scheduled with Mr Cotton, Mr Rolph as Chair of Finance and Resources and Mr Schwarz as Chair of the Board, to review the draft, after which Mr Schwarz and Mr Rolph will meet separately to prepare recommendations for the Board.  <b>Action:</b> Review meeting to be scheduled for January 2026, for Mr Schwarz and Mr Rolph to report back to the Board before the policy is formally agreed.  Discussion was held on targeted sign off of policies and procedures to be by April 2026, highlighting the importance of timing in relation to mid-year performance reviews. It was agreed that earlier consideration is preferable, inline with STPCD recommendations typically falling around April or May.  The executive pay policy, associated practices, and terms of reference will set out the process, meeting structure, and reporting arrangements.</p>	<p>JHH to arrange</p>
<p>5.  <b>DAT/38/2526</b></p>	<p><b>Trustees' questions/discussion on pre reading pack</b></p>	

<p><b>DAT/39/2526</b></p>	<p><b>Documents:</b> Board pre-reading pack was previously received by trustees.</p> <ul style="list-style-type: none"> <li>• CEO report and appendices questions</li> </ul> <p>The CEO report provided trustees with an introduction to the report and updates under the following headings:</p> <ul style="list-style-type: none"> <li>– Vision ethos and strategic direction of the organisation.</li> <li>– Educational performance of the organisation and its pupils.</li> <li>– Financial and business performance of the organisation</li> </ul> <p>The CEO report was also supported by the following appendices :</p> <ul style="list-style-type: none"> <li>– Safeguarding, Attendance and Exclusions Report</li> <li>– Growth Strategy &amp; Plan Nov 2025</li> <li>– HQ Premises Options Appraisal Nov 2025</li> <li>– Tuxford Academy decarbonisation grant update Nov 2025</li> <li>– Sustainability and climate action plan Nov 2025</li> <li>– Projects update Dec 2025</li> </ul> <p>Mr Cotton highlighted the successful collaboration days held at the end of November, these two INSET days involved approximately 1,400 colleagues, participating in sessions across the Trust, sharing good practice and subsequently cascading learning back into their own schools. Feedback from these events was reported as highly positive.</p>	
<p><b>DAT/40/2526</b></p>	<p><u>Hucknall Sixth Form Centre</u></p> <p>The Board was informed that final approval from the Department for Education (DfE) for the sale of Hucknall Sixth Form Centre is still awaited. Questions raised by the DfE have been addressed, and none were considered controversial. Recent interest from the NHS has been noted, but the Trustees agreed to continue to progress with the current cash buyer. Approval is expected by the end of December 2025, after which the matter will return to the Board for final sign-off.</p> <p>Mr Vizma joined the meeting at 17:17</p>	
<p><b>DAT/41/2526</b></p>	<p><u>Legal Services Contract</u></p> <p>The current three-year contract with Browne Jacobson is nearing its end. Mr Cotton advised that, given the volume of ongoing work, a change of provider at this stage could be disruptive. <b>Trustees discussed</b> whether a tender process was required and considered the value for money implications of extending the contract. It was agreed that, subject to a competitive rate, a two-year extension would be negotiated, with a full tender process to be considered during the second year if required. <b>Trustees noted</b> the quality of service provided and the firm's sector-leading expertise in education law.</p>	
<p><b>DAT/42/2526</b></p>	<p><u>Growth Strategy &amp; Plan Nov 2025</u></p> <p>Mr Cotton provided an update on the growth strategy, noting a shift in government policy away from the previous drive for academisation. Growth is now more organic, primarily through free schools and schools making their own choices. The Trust's approach is to ensure any growth is appropriate and aligned with strategic priorities rather than pursuing expansion for its own sake.</p>	

	<p><b>Trustees queried</b> the timeframe for primary academisation, Mr Cotton advised that realistically this would take around 18 months, including consultation, due diligence, and DfE conversion processes. Noting that a primary school has contacted the Trust this week and is exploring options with different trusts.</p> <p><b>Trustees queried</b> whether financial pressures on smaller schools are likely to drive academisation and if this was considered during the due diligence process. Mr Cotton confirmed this would be considered as part of due diligence. Risks to the Trust, cost pressures, and falling primary numbers were also discussed.</p> <p>Mr Cotton discussed that a free school bid has been submitted.</p>	
DAT/43/2526	<p><b>Confidential:</b> This item was deemed confidential and was record in the confidential minutes.</p>	
DAT/44/2526	<p><u>Sustainability Lead</u></p> <p>Mr Cotton informed the Board that Victoria Williams has been appointed as Sustainability Lead. <b>Trustees approved</b> the role and <b>requested</b> clarity on its scope. Mr Cotton confirmed that the role will involve developing a sustainability plan and overseeing delivery, with further detail to be provided in a future report.</p> <p>Mr Cotton will ensure the working group considers trustee support requirements and bring back a plan outlining what trustees can do to enable success.</p> <p>Mr Schwarz offered to act as a sounding board if needed.</p> <p><b>Trustees also raised concerns</b> about multiple roles being held by one individual, which Mr Cotton will discuss with the Chief Operations Officer.</p>	
DAT/45/2526	<p><u>Decarbonisation funding</u></p> <p><b>Trustees noted</b> that decarbonisation funding is proving cost-prohibitive, and the Trust is declining certain elements on value-for-money grounds.</p> <p><b>Trustees queried</b> whether LED lighting would still be implemented as part of wider sustainability plans.</p> <p><b>Action:</b> Mr Cotton to confirm the LED lighting plans.</p> <p><b>Trustees discussed</b> declining certain measures where running costs on an electric basis are more cost-effective, noting that Thoresby Vale is currently operating at higher cost than anticipated.</p> <p>Further clarity will be sought on whether building design or lack of solar panels is contributing to higher costs.</p> <p><b>Action:</b> Mr Cotton to check carbon-neutral costs for new buildings and confirm whether size is a factor.</p>	DC  DC
DAT/46/2526	<p><u>Projects Update</u></p> <p>Mr Cotton presented an update on projects, explaining the process for tracking progress, assessing capacity, and identifying where projects may need to be paused. <b>Trustees requested</b> that future reports include target implementation dates and any key decisions required from the Board. Mr Cotton confirmed that the Executive Leadership Team are acting as gatekeepers before proposals reach trustees.</p> <p><b>Action:</b> Add target dates and decision points to the project table in future reports.</p> <p><u>Horizons Academy</u></p>	DC

<p><b>DAT/47/2526</b></p>	<p>Mr Cotton informed the board that Horizons Academy is due to hand over on Monday 15 December 2025, with the first pupils expected to join in January 2026. <b>Trustees queried</b> if there would be 30 pupils in January across all year groups. Mr Cotton explained that numbers will depend on requests and consultations, with initial admissions focused on lower year groups and growth based on need rather than capacity. <b>Trustees queried</b> security of funding arrangements and were assured that funding is guaranteed as part of the bid.</p> <p><u>Safeguarding</u></p> <p><b>Trustees discussed</b> the rising threshold for external intervention and its implications. <b>Confidential:</b> This discussion was deemed confidential and was recorded in the confidential minutes.</p> <p>Monitoring software was also discussed, with <b>trustees' concerns raised</b> about over-sensitivity and its impact on pupils' ability to use devices. Internal monitoring processes are being reviewed to balance safeguarding with usability. <b>Trustees noted</b> survey data indicating that 480 pupils reported exposure to inappropriate sexualised language, with 50% experiencing this more than once per week. The Standards and Outcomes Committee has considered these findings, noting that many incidents occur outside school and are being addressed through the PHSE programme. <b>Trustees raised</b> suspension rates, <b>querying</b> whether targets create pressure not to suspend. Mr Cotton confirmed that suspensions are down, though the number of days lost has increased. Instances of abuse are reducing.</p>	
<p><b>DAR/48/2526</b></p>	<p><u>Funding and Capacity</u></p> <p><b>Trustees queried</b> funding for additional places at The Holgate Academy. Mr Cotton confirmed that funding is based on school size and that a significant change process is underway, supported by section 106 funding from Rolls Royce projects. <b>Trustees noted</b> that the significant change process is to support rebuilding plans aim to accommodate increased numbers and improve facilities. <b>Trustees queried</b> if the additional numbers would be accepted before the rebuild is confirmed by the DfE. Mr Cotton confirmed that they would. <b>Confidential:</b> This discussion was deemed confidential and was recorded in the confidential minutes.</p>	
<p><b>DAT/49/2526</b></p>	<p><u>Horizons Academy – Ofsted Section 99 Inspection</u></p> <p>The Board noted that the pre-opening Ofsted inspection at Horizons Academy had taken place and was successful. The lead inspector provided positive feedback, no formal report was issued.</p>	
<p><b>DAT/50/2526</b></p>	<p><u>Committee minutes and reports questions</u></p> <p>Finance and Resources Committee documents: Minutes of Meeting 17 November 2025 (confidential), Audit findings report year ending 31 August 2025. • Financial Performance report September 2025, Accounting Officer – Financial Report October 2025 and Needs led funding summary were all previously received as part of the pre-reading pack. No questions were raised in relation to the Finance and Resources Committee report.</p> <p>Audit and Risk Committee documents: Minutes of Meeting 17 November 2025, Risk report November 2025, Internal scrutiny</p>	

	<p>report, Health and Safety Policy, GDPR audit were previously received by the board as part of the pre-reading pack. The Audit and Risk Committee highlighted matters referred to the Board concerning the risk register. The Committee concluded that future work of sub committees of the board should focus on the data within the risk register to ensure accuracy and ownership by the relevant Board committees before any further action is taken. An agreed approach will be brought to the Board at the next meeting in February 2026.</p> <p><b>Action:</b> Include an agenda item at the next Board meeting for agreed approach for subcommittees to progress risk register. Standards and Outcomes Committee documents: Minutes of Meeting 26 November 2025 (DRAFT &amp; Confidential) and visit to Thoresby Vale Primary Academy report were previously received by the board as part of the pre-reading pack. The Board were updated that that the safeguarding trustee role is currently assumed by the subcommittee pending the appointment of new trustees. M Blore has agreed to be the named contact within the safeguarding policy in the interim. The committee had also reviewed RISE plans for Hillocks Primary and The Holgate Academy.</p> <p><b>Trustees commented</b> that The Holgate Academy's improvement programme includes significant quantification, whereas Hillocks Primary Academy plan does not. Mr Cotton confirmed that where RISE plans are used effectively, they add value but emphasised the need for ongoing review to ensure impact rather than duplication. He assured trustees that grants claimed from the DfE are signed off by him, providing accountability for delivery, as invoices are not released unless value is demonstrated</p> <p>Governance and Partnership committee document: Minutes of the Governance and Partnership committee meeting 3 November 2025 was previously received by the Board. No questions were raised in relation to the Governance and Partnership Committee report.</p>	Agenda
<p>6. <b>DAT/51/2526</b></p>	<p><b>Remit and membership of executive pay committee</b> This item was discussed under previous agenda item 4 Matters arising, DAT/31/2526 Executive Pay.</p>	
<p>7. <b>DAT/52/2526</b></p>	<p><b>Trustee recruitment update</b> The Board received an update on the progress of trustee recruitment. Seven potential candidates have been identified through introductions from Inspiring Leaders, responses to the vacancy advertised on the Trust's website, and approaches by internal governors to the Head of Governance. Informal discussions have been arranged with each candidate. One candidate has withdrawn due to time commitments. The remaining candidates are either in the process of completing initial informal discussions or have already met and are considering whether to proceed. For external candidates, the next stage involves completing an application form followed by a formal in-person meeting with trustees. For internal candidates, if agreed, the formal meeting will not be required; instead, they will provide a written statement outlining their motivation and the contribution they can bring to the Board. Each candidate will then be proposed to the Board for consideration and potential appointment.</p>	





<p><b>DAT/60/2526</b></p> <p><b>DAT/61/2526</b></p> <p><b>DAT/62/2526</b></p>	<p>Document: Scheme of delegation was previously received by the board. Trustees approved the scheme of delegation.</p> <p><u>Hillocks Consultation outcome</u> The board discussed the number of responses to the consultation noting only one received. Trustees agreed to approved Hillocks Academy with its change to PAN.</p> <p><u>Allocation of ATH schedule of musts to committees</u> Document: Allocation of ATH schedule of musts to committees was previously received by the Board. The Board agreed the allocation of each of the areas to the committees for review of compliance.</p> <p><b>Chairs Correspondence</b> <b>Confidential:</b> This item was recorded in the confidential minutes.</p>	
<p>12. <b>DAT/63/2526</b></p>	<p><b>Determination of Confidentiality</b> 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 in agenda item 5 DAT/43/2526 would remain confidential to attendees until public.</li> <li>– An item discussed in agenda item 5 DAT/47/2526 would remain confidential to attendees.</li> <li>– An item discussed in agenda item 5 DAT/48/2526 would remain confidential to attendees until public</li> <li>– An item discussed and associated document in agenda item 11 DAT/43/2526 would remain confidential to attendees due to related to individual</li> </ul> <p><b>Equalities Act consideration</b> Trustees confirmed that the Equality Act was considered and complied with throughout discussions.</p> <p><b>Have decisions been made according to the 7 Nolan Principles</b> Trustees held the meeting and discussions in accordance with the 7 Nolan principles.</p> <p><b>Consider any item to be referred to Charities Commission</b> No items were required for reporting to the charities commission.</p>	
<p>13. <b>DAT/64/2526</b></p>	<p>Date and time of next meeting: <b>Wednesday 4 February 2026, 5.00pm</b> at Diverse Education Centre, Retford.</p>	

The meeting closed at: 19:03

Minutes agreed by Chair: