

| Audit Committee – Part I Minutes | | | | | | | |
|--|--------------------|-------------|----|--------------------------|-----------------|----------------|----|
| Date/Time | 17.01.19 4.15pm | Location | | Okehampton Skills Centre | | | |
| Attendees | Initials | | | Attendees | Initials | | |
| Daryll Chapman | DC | John Lawlor | JL | Ian Courtney | IC | Rebecca Ledger | RL |
| Marilyn Livingstone (4.00pm – 6.15pm) | ML | | | | | | |

| Apologies | Initials | Reason (Category of Trustee) |
|----------------|----------|------------------------------|
| Tania Skeaping | TS | School Appointment |
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| ACTIONS |
| DECISIONS |
| QUESTIONS AND CHALLENGES |

| In Attendance | Initials | |
|---------------|----------|---------------------------|
| Hazel Fox | HF | Vice CEO |
| Susanne Kiff | SK | Chief Financial Officer |
| Fiona McNeile | FM | Governance Manager-Acting |
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| Minutes to |
|------------|
| Attendees |
| Apologies |
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| 34 - Apologies |
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| <ul style="list-style-type: none"> Apologies were received from Tania Skeaping. The Chair and Trustees welcomed Fiona McNeile as the new Clerk. |

| 35 – Declaration of Interest |
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| <ul style="list-style-type: none"> All Trustees were reminded to declare any conflict of interest that may arise during the meeting. |

36 – Agree and Sign Off Previous Minutes

- The minutes of the Audit Committee meeting held on 13.11.18 were agreed and signed by JL.

37 – Matters Arising

- There were no matters arising. Actions from the previous meeting are ongoing.

Action:

SK Add risks to the risk register

38 – Matters Brought Forward at the Direction of the Chair

- There were no matters brought forward at the direction of the Chair

39 – School Resource Management Self-Assessment Tool

- JL confirmed that the School Resource Management Self-Assessment Tool had been issued to Trustees. Five responses have been received and were consistent.
- FM to issue a reminder to the remaining Trustees to complete the School Resource Management Self-Assessment Tool before the next Audit Committee Meeting on 28th February.**
- Trustees agreed to review all responses at the next meeting.
- SK informed Trustees that in relation to the MDIF bid, there would be an ICFP (Integrated Curricular Planning Review). Bishops Fleming have sent a template for the review and it will be based on the year 17/18.
- Trustees questioned whether this was too soon as there was only 8 months of data.**
- SK responded that it will be sufficient information to gain average data. The templates need to be populated with information and this is likely to take until after Easter to be completed.

Action:

FM to issue a reminder to the remaining Trustees to complete the School Resource Management Self-Assessment Tool before the next Audit Committee Meeting on 28th February.
FM to agenda a review of the School Resource Management Self-Assessment results for the next meeting.
SK to issue ICFP data at first Audit meeting after Easter.

40 – Non purchase order number report

- SK outlined the key figures on the Non Purchase Order Number Report. Since the last report, the percentage of total invoice value paid on non-order invoices was 23%. This has improved and reduced from 49% in June and 30% at the last review.
- Trustees questioned what is an acceptable percentage level.**

- SK responded that there should be zero tolerance for non-purchase order invoices and this would be expected at Audit. Catering and utility invoices are the only exceptions.
- Trustees asked if SK knows who is persistently doing well or not well within the schools?
- SK responded that Okehampton College is the biggest challenge. Holsworthy Primaries are consistently good. Okehampton College currently has a capacity issue which SK is addressing with the recruitment of two more members within the Central Finance Team.
- SK explained that some Teachers place orders for items directly that they need quickly and they are often delivered to their home address.
- DC asked if a policy was adopted, that any invoices without an order would not be paid, did SK think this would stop
- SK responded she thought this would stop non purchase order invoices.
- It was agreed that SK will speak to PSF to see if there is a software solution to control the problem.
- It was agreed that DC will inform Head teachers that no invoices will be paid without a purchase order number.
- It was agreed that SK will issue an email to suppliers explaining that only invoices with purchase order numbers will be paid
- Trustees noted that when the only non-purchase order invoices on the report were generated by catering and utility services then there would be no further need to review the report.

5.15pm DC left the room

Action:

- SK to speak to PSF to see if there may be a software solution to control this problem.
- DC will inform Head teachers that no invoices will be paid without a purchase order number.
- SK to issue an email to suppliers explaining that only invoices with a purchase order will be paid.

41 – GDPR

41.1 Subject Access Requests/Data breach

- Trustees noted that there has been one SAR in the last half term. SK confirmed this was met within the deadlines set
- JL requested that FM asks Nuala McDermott for a report once per term outlining any GDPR SAR received, date received, the reason for request and whether it had been resolved in the applicable time. The report should also include any data breaches.

41.2 External Review of GDPR

- Trustees requested that FM refer to Amanda French for an update on her GDPR work and advice on best time for an external review.

Action:

- FM to request a report to be submitted by Nuala McDermott once per term outlining any GDPR SAR received, date received, the reason for request and if it had been resolved within the applicable timescale. The report should also include any data breaches in the report.
- FM to refer to Amanda French for an update on her GDPR work and advice on best time for an external review.

42 – Policies/Documents to be agreed

Oversight of policies/review/implementation

- Trustees were not aware of any policies for review.
- Trustees requested that FM gains a copy of a schedule of policies and review dates from Nuala McDermott for the next meeting. Any policies for review should be flagged to the Trustees.

Action:

FM to request a copy of a schedule of policies and review dates together with any policies due for review from Nuala McDermott for the next meeting on 28th February

43 – Risk Register Proposal

4.20pm ML entered the room

- SK presented a report of the evaluation of Risk Management software tools.
- SK summarised the report and recommendations for Risk Register including trustee requirements, historic information and the outcome of investigations into alternative software provisions.
- SK recommended the Every software option; this provides for the immediate requirements of Trustee but also offers a modular software solution which can be extended over time as required by the Trust.
- SK recommended an initial investment in the Business Management and Risk Element modules.
- [A Trustee asked what Risk Element meant](#)
- SK explained it covers Estates, contracts renewals would be flagged up, compliance checks updated and had help desk options. Okehampton College are already using this software. There is also a Trust Dashboard and Trustees would be able to access information. It is also a 'Live' system. LGB's would be able to access to their school's information too.
- [Trustees queried who would update the system.](#)
- SK responded that there would be a variety of staff updating differing elements of the system including the Business Managers.
- [Trustees asked if the software is well established and well used.](#)
- SK explained it was extensively used in the public sector and that Alan King and Joe Wood have seen it in operation in a school in Nailsea together with a demo in school to MAT staff. SK feels it is the best option in terms of scalability and functionality.
- [Trustees asked if we can get out of the 36-month contract if not fit for purpose](#)
- SK replied no.
- Trustees agreed that it is important to buy in the Asset management element very quickly
- [Trustees asked SK to clarify how Asset Management is being recorded currently](#)
- SK responded that we have software capturing this in most schools but not all.
- IC stated that the Trustees appreciate the work that has been put into gaining the quotations and information.
- [IC asked if there was any difference to the prices if elements quoted were bought separately](#)
- SK replied that initially the whole package would be required.
- [DC queried if the software would give us what want and whether it would be used.](#)
- SK replied that it would be used. The system allows for a central place for all information and access for Head teachers. It is user friendly. Tavistock staff use Parago for asset management and were anti- Every until they saw it and they really liked it.
- [Trustees queried how Head teachers feel about the software](#)

- DC explained that they had no real knowledge about it but their first question will be who's paying for it and if there is a need to invest in this at the moment when the three Secondaries have systems in place and Primaries have spreadsheets.
- SK explained that Trustees will be able to check that it is being used and updated and see anything red flagged.
- DC asked who is going to pay for it
- SK responded it would be from the Central recharge for the first year.
- Trustees asked if there are any expenditures that haven't been accounted for in the Central Recharge
- SK replied that there would net additional cost in year one since planned extra SEN staffing had not happen. Schools will need to budget for the software in future years.
- Trustees agreed with the report and recommendations for the Risk Register. A three year contract was approved. The first year funding would be by the Central Team.
- SK outlined the report and recommendations for Condition Surveys. SK recommended that she and Alan King negotiate with Barker Associates and School Property Matters to gain the best deal for the Trust as both offered largely the same service.
- SK added that Alan King has done a lot of work investigating the Condition Surveys.
- JL asked if there would be any caveats built in by the companies quoting.
- SK felt Hookways would put in caveats. The two preferred options work with schools regularly and in the public sector.
- Trustees asked how this is being budgeted for.
- SK responded that Head teachers are aware of the need for Condition Surveys. Tavistock were going to start the process and were quoted £7K just for room measurement information. DC reported that schools are open to this proposal.
- DC questioned whether we need this level of detail for smaller sites
- SK replied that M and E equipment in small schools posed some of the biggest problems. SK feels it would be better to have a clear starting point for the Trust
- DC asked how the Condition surveys would be funded
- SK has asked Bishop Fleming if the Trust can fund from the SCA, however if this is not allowed schools will need to budget for the cost.
- Trustees asked what the annual cost would be
- SK responded that it is a one off cost however there is a shelf life to the cost and bigger sites may require repeat reports.
- Trustees queried the impact of new schools joining the Trust
- DC noted that Great Torrington is a relatively new building and is impressed with the staff running the school. St James is a new build and so should be in good order.
- SK confirmed that Great Torrington has had a Conditions survey but it is not as detailed as the proposed surveys.
- Trustees noted that good progress had been made and agreed to the recommendations for SK to negotiate the best deal from either Barker Associates or School Property Matters.

Action:

- SK to progress the investment in Every Software modules for Business Management and Risk Management**
- SK to negotiate with chosen suppliers for best Condition Survey price for the Trust as outlined in the recommendations.**
- SK to progress with Auditors so see if SCA funds can be used for Condition Survey Cost.**

44– CFO Update

- SK reported to Trustees on the indication of admission numbers for Secondaries. SK has identified Holsworthy’s admission numbers as a risk. The numbers are lower than budgeted and there is also an in-year deficit within the school.
- Trustees asked if the lower numbers were due to the school or area
- SK confirmed this was due to parental choice and not numbers of people living in the area.
- Trustees asked if is there anything that Holsworthy can learn from Tavistock to address the dropping numbers
- SK replied that the Head teacher is looking at the improving the curriculum offer.
- Trustees asked if the new Head teacher was visible to the Public
- SK replied that, within the first term in position, the Head teacher has visited the local primary school to build local links.
- Trustees noted that Holsworthy’s marketing would need to be reviewed in the near future and would like DC to investigate Holsworthy’s sales points and provide a report at the next meeting.
- SK outlined risks in Tavistock’s budget and confirmed that she and DC are meeting with the Head teacher to discuss the recovery plan in more detail.

Action:

DC to provide an update regarding marketing points for Holsworthy and recommendations to address admission numbers at the next meeting
DC to compare year 6 numbers at Holsworthy College feeder schools with the admission applications for the College. If a significant shortfall exists survey parents how did choose Holsworthy.

45 – Whistleblowing

- There were no Whistle blowing matters to discuss.

46 – Safeguarding update

- Trustees noted the updated comments from Jane Lake in the Safeguarding report.
- HF stated that the Okehampton Federation case in the report was a grievance allegation and not Safeguarding.
- Trustees queried the Safeguarding record keeping.
- JL to check and clarify the incident with Jane Lake and ensure that future reports are Safeguarding specific.
- SK to review complaints policy to include ESFA as it would be useful to have a log across the MAT note of outcomes.
- IC noted that the SCR’s are now up to date which is good progress and it is excellent that supervision has started.

Action:

JL to check/ clarify the incident with Jane Lake and ensure that future reports are Safeguarding specific
SK to review complaints policy to include ESFA

47 – Review of Academies Financial Handbook Musts

- JL advised that he and Tania Skeaping are two thirds of the way through reviewing the Academies Financial Handbook Musts. JL to report back to Trustees at the next meeting.

Action:

JL to report on the review of the Academies Financial Handbook Musts at the next meeting.

48 – Company Secretarial Provision

- IC explained that the Trust had employed Michelmores to be the Company Secretary. The service received had not been good and included failing to keep the register of Directors up-to-date. IC proposed that the role was taken on internally which involves updating Companies House records.
- Trustees asked if we are still using Michelmores
- SK responded that she has raised concerns and expressed disappointment to Michelmores. Michelmores were due to attend the Head teachers meeting to apologise for poor service but failed to turn up.
- Trustee asked when the agreement with Michelmores runs out
- SK confirmed there were 6 months left.
- Trustees requested that the KPI's on Michelmores and auditors are reviewed next term.
- Trustees agreed that SK would be Company Secretary with the assistance of FM.

Action:

FM to agenda a review of KPI's for Michelmores and auditors for the Summer Term.

49 – Risks identified/ Forthcoming Changes

- Trustees questioned the capacity of the Trust to take on new schools.
- SK stated that Great Torrington had shown due diligence and HF felt there was minimal risk with St James.
- Trustees noted the action plan outlined by HF for the restructuring of South Tawton school.
- Trustees noted that Holsworthy is the biggest financial risk and vulnerable in all areas.
- Trustees noted that Ofsted changes would require staff to attend awareness sessions and training would need to be planned for Governors and Trustees
- HF suggested that Crisis planning needs to be reviewed as recent political events could pose a threat to food and fuel supplies to schools. FM to agenda Crisis Management for the next meeting.

Action:

FM to agenda Crisis Management for the next meeting.

51 – Meeting Review

- IC fed back the meeting review

52 – Date of Next meeting

- Okehampton College, 28th February 2019 3pm to 5pm.
- The meeting finished at 6:10pm.

Action Table from 17.01.2019

| WHO | WHAT | WHEN |
|---------|--|----------|
| FM | Issue a reminder to the remaining Trustees to complete the School Resource Management Self-Assessment Tool before the next Audit Committee Meeting on 28 th February. | 31.01.19 |
| FM | Agenda a review of the School Resource Management Self-Assessment results for the next meeting. | 14.02.19 |
| SK | SK to issue ICFP data at first Audit meeting after Easter. | 24.4.19 |
| SK | Speak to PSF to see if there may be a software solution to control this problem. | Jan 2019 |
| DC | Inform Head teachers that no invoices will be paid without a purchase order number. | Jan 2019 |
| SK | Issue an email to suppliers explaining that only invoices with a purchase order will be paid. | Jan 2019 |
| FM | Request a report to be submitted by Nuala McDermott once per term outlining any GDPR SAR received, date received, the reason for request and if it had been resolved. The report should also include any data breaches in the report | Jan 2019 |
| FM | Refer to Amanda French for an update on her GDPR work and advice on best time for an external review | Jan 2019 |
| FM | Request a copy of a schedule of policies and review dates together with any policies due for review from Nuala McDermott for the next meeting | Jan 2019 |
| SK | Progress the investment in Every Software modules for Business Management and Risk Management | Jan 2019 |
| SK | Negotiate with chosen suppliers for best Condition Survey price for the Trust as outlined in the recommendations | Jan 2019 |
| DC | Provide an update regarding marketing points for Holsworthy and recommendations to address admission numbers | 28.02.19 |
| SK | To progress with Auditors so see if SCA funds can be used for Condition Survey Cost. | Jan 2019 |
| DC | DC to compare year 6 numbers at Holsworthy College feeder schools with the admission applications for the College. If a significant shortfall exists survey parents how did choose Holsworthy. | Jan 2019 |
| JL | Check/ clarify the incident with Jane Lake and ensure that future reports are Safeguarding specific | Jan 2019 |
| SK | Review complaints policy to include ESFA | Jan 2019 |
| JL | Report on the review of the Academies Financial Handbook Musts | 28.02.19 |
| FM | Agenda a review of KPI's for Michelmores and auditors for the Summer Term. | 14.02.19 |
| FM | Agenda Crisis Management for the next meeting. | 14.02.19 |
| SK | Circulate management comments to Audit Committee prior to Full Trustees | 30:11:18 |
| DC / HF | All Heads to receive a pack of the Scheme of Delegation, the Articles of Association and the concentric diagram | 31:12:18 |
| JL | Produce a draft Audit report and circulate to Trustees. | 31:12:18 |
| SK | Add risks to the risk register | 30:09:18 |