

Audit Committee

Minutes

29th February 2024

10 am

This meeting was held on TEAMS

Present: Dominic Course (Chair)
Sarah Cox
Graeme Scott

In attendance: Nicky Dunford (CEO)
Mr Matt Matthew (DCEO)

Minutes: Charlotte Roe (GP)

No	Item	ACTION
1.	Welcome and Apologies The Chair opened the meeting with a welcome. There were no apologies.	
2.	Declarations of Business Interests The CEO is a trustee of the Bearnas Education Foundation. Dominic Course is Chair of Governors at South Dartmoor Community College and a director of DACORS Ltd. Sarah Cox is a shareholder of S Cox & Co, and Naked Sprout Ltd, a trustee of The Fryer Welfare Trust and The Fryer Recreational Trust and a trustee of Drake's School PTFA. Graeme Scott is Executive Chair of The Mario Framework.	
3.	Any Other Business There was no other business brought forward.	
4.	Minutes of the previous meeting The minutes of the meeting held on 7 th December 2023 were accepted as a true record. The Chair agreed to sign accordingly.	
5.	Matters Arising from the minutes of 7th December 2023 (not included on the agenda) 5.6 Terms of Reference – it was noted that the ToRs of all the committees were approved by the Board of Trustees in Autumn 2023. The ToRs of all the committees were being updated under the risk register review so would be need approval again once the review had been completed. 5.7 Contract with Westcotts – The DCEO confirmed that the expectation of the delivery of reports had been added to the contract with Westcotts. 5.8 The DCEO reported that the finance team were working well under the new Finance Manager.	
6.	Internal Audit The Internal Audit Report from Westcotts was circulated before the meeting. The focus was Strategic Planning and Due Diligence. The Trustees confirmed that the report from Westcotts had been reviewed. The Trustees commented that the report had been circulated to the Chair of Trustees and Chair of Finance as well and the feedback questioned the level of detail. The CEO agreed that the inspection seemed to lack the depth expected and was not a true reflection of the extensive work that the Trust undertook on due diligence. It was agreed that the DCEO would discuss this further with the Account Manager of Westcotts – it was also agreed to outline the expectation of what should be completed under an audit.	DCEO

	<p>The Trustees considered the 2 suggestions raised in the audit – 1) having a defined process outlined and 2) adding ‘due diligence’ on Board of Trustees’ agenda and providing access to the Trustees. The GP confirmed that ‘due diligence’ was on every Committee and Board of Trustee agenda. <i>The Trustees asked questions of clarification of the process</i> – sharing his screen, the DCEO showed the meeting the procedure. The CEO said that the Trust scrutinised the due diligence procedure with the officers with the responsibility reviewing their area of expertise to ensure a robust approach ie the Safeguarding Lead reviewing the safeguarding provision of a potential school. All the findings were rag rated, added to the report, and shared with the Trustees. The DCEO added that all SLT, EIT and Trustees had access to the due diligence process on the MS Planner. The DCEO said that timings of pulling together the different facets of the report was the tricky part of the process. <i>The Trustees asked about previous due diligence processes</i> – the DCEO said that lessons had been learnt and that now the Trustees were getting the information in a timely manner. <i>Following a question from the Trustees</i>, the DCEO said that the audit actions had been put in place. The Trustees said that as long as the Trustees were aware of where to find the information, then the responsibility laid with the Trustees to update their knowledge and not relying on the CEO. It was agreed for the GP to create a guide for Trustees as to where to find information.</p>	GP
7.	<p>External Audit 7.1 Benchmarking – the reports were circulated before the meeting. The Trustees commented that it was interesting read and was a useful document. The Trustees discussed the information. <i>The Trustees asked whether the Trust was considered a ‘small trust’</i>. The CEO said that there seemed to be a move in national policy as there were trusts with lots of schools with under 3000 pupils. The CEO assured the meeting that at the previous Academy Head meeting there was an in-depth discussion about pupil numbers and the threat on small schools. The meeting discussed this further and how to ensure that all the Trust’s schools remained viable. The CEO said the Trust needed to consider the limiting factor around SEND and so this was being addressed by the Trust by improving the provision to support SEND children. The DCEO said that the benchmarking data would be used more when budget setting to ensure that the financial spending decisions and Trustees were more informed. It was noted that the benchmarking scrutiny showed the Trust to be predominantly ‘average’ and any anomalies had a clear explanation. 7.2 Progress against resolving items identified by the external audit – the DCEO said that the identified items would be resolved by the year end.</p>	
8.	<p>Academies Financial Handbook The updated compliance of the 2023/24 Academies Financial Handbook was circulated before the meeting along with the Schedule of Musts. The meeting commented that the updates were minimal and had been noted. The Schedule of Musts had been also reviewed by the Trustees and it was commented that the only outstanding item had been resolved by the GP.</p>	
9.	<p>Health & Safety Committee considered the H&S report from Estate Manager and H&S Lead – <i>The Trustees asked for clarification on the comment made in the report that Funding opportunities were also compromised by the existing Ofsted rating</i>. The CEO said that an Ofsted rating does not affect capital funding, generally if the school was in RI, it generated more funding. The Trustees commented that it was reassuring that if an incident happened in one school then the response was rolled out across the whole Trust providing the door guards as an example. The Trustees asked about the sustainability report and it was agreed for SC to provide DCEO with some ‘quick fix’ ideas on improving the Trust’s sustainability response.</p>	SC
10.	<p>Data Protection The Data Protection report from DPO was circulated before the meeting. <i>The Trustees reviewed the high-risk incidents and asked whether training or processes needed to be considered</i>. The DCEO said the DPO was addressing any incidents, and the Trust was in a strong position with regards with Data Protection.</p>	

11.	<p>Cyber Security 12.1 Update on Cyber Audit – The DCEO said that there was now an internet safety group to look at compliance and safeguarding. Any concerns were being addressed. The ICT provision for the Trust was being reviewed by the DCEO. Audit forms were circulated to all schools to ascertain the current position of the Trust. The DCEO said that the Trust might need to make more of an investment in this area – in the meantime the DCEO assured the Trustees that the Trust was safe and compliant. The Committee asked for regular updates.</p>	
12.	<p>Safeguarding Committee to consider the DBS compliance</p>	
13.	<p>Risk Register and Strategy Planner 13.1 Due diligence process (available under MS Planner) – this was discussed under item 6. 13.2 Committee reviewed and approved the updated Every Audit Risk Register Report process following the Risk Register Meeting on 8th January 2024. It was noted there were no outstanding risks however asked that the audit trail was regularly updated. The DCEO said that referring to the Committee minutes, Every reports was updated. <i>The Trustees asked about the school risk registers</i>, the DCEO said that on a half termly basis he was reviewing the registers and predominantly they were in hand.</p>	
14.	<p>Policies 14.1 Premises management documents – It was noted that there had been a comprehensive report from the Estate Manager and under Every reports. 14.2 Data Protection – this policy was circulated before the meeting. The meeting approved the policy. 14.2 Mobile Phone – this policy was still under review. The CEO reported that the Trust was reviewing all the policies related to online safety to ensure consistent Trust approach. In the meantime, all staff had been directed that no personal devices were allowed to be used on school premises or on school trips.</p>	
15.	<p>Evaluation of governance impact – Principle 3: Integrity https://www.charitygovernancecode.org/en <i>The Board acts with integrity, adopting values and creating a culture which helps achieve the Academy Trust’s charitable Objects. The Board is aware of the importance of public confidence and trust in Academy Trusts and their schools, and the Board undertakes its duties accordingly.</i> The Committee said that the meeting had been robust. <i>The Trustees asked whether the CEO and DCEO felt that the challenges were effective and appropriate.</i> The CEO said that the Audit Committee’s challenges were considered supportive and constructive.</p>	