

The meeting was conducted online using MS Teams due to the Covid pandemic and social distancing

Present: Mr Dominic Course
Mr Mike Fisher (Chair)

In attendance: Mrs Nicky Dunford – Chief Executive Officer
Mr Matt Matthew – Trust Business Manager
Mr Roy Gillard – Finance & General Purposes Chair (to 10.20 am)
Mr Nathan Coughlin – Bishop Fleming External Auditor (to 10.15 am)
Mrs Rachel Hill – Clerk

Welcome: The Chair welcomed Mr Roy Gillard and Mr Nathan Coughlin to the meeting and advised that items five and six of the agenda would be dealt with first.

Apologies: There were none.

Declaration of Business Interests: The CEO and Dominic Course are Trustees of South Dartmoor Multi Academy Trust.

1. **Minutes of the previous meeting**

Actions:

- Item 2.3. Health & Safety. It was agreed that the Trust requires a document to be drawn up listing all Health & Safety checks for review by the Audit committee. The TBM will investigate if there is a central piece of software that could be developed for this and which would provide an indication of improvement in controls from schools. TBM and CEO to meet to discuss and action.

Action CEO/TBM

- Item 8. Risk management. See agenda 7 below. To note minutes should read CDM not CBM.
- Item 9 Minibus policy. The CEO will follow this matter up with Susan Stansfield from Hennock Primary School.

Action CEO

The minutes of 13 May 2020 were agreed to be a true and accurate record.

2. **Matters Arising**

- 2.1 Item 10. Directors' Dashboard to be made available six times a year to Trustees. This has been actioned by the TBM.
- 2.2 Item 2.5. The Clerk advised that the Public Interest Disclosure Policy (formerly called the Whistleblowing Policy) was last approved by Trustees on 7 October 2019 and is due for renewal on a two yearly cycle.

3. **Academies Financial Handbook**

The main changes to the Academies Financial Handbook (AFH) were detailed on the agenda for this meeting.

The committee read through each change to ensure compliance. It was agreed that the committee complied with all changes to the AFH including the audit and risk committee's role in relation to the external audit (4.17)

Agreed

The TBM advised that an SRMA visit is due.

4. **Constitution and Terms of Reference**

Annual Review to check that:

- Membership is appropriate
- Duties are relevant
- All duties have been covered at some point during the year and
- It aligns with the Scheme of Delegation

The committee read through each heading of the Terms of Reference. Discussion followed regarding whether the word Directors should read Trustees in the document.

DC made reference to the DfE guidelines on Academy Trust Governance Structures and Role Descriptors which states on page five '**Academy Trustee (as Charity Trustees)** In an academy trust with a religious character Academy Trustees are referred to as 'directors' or 'company directors'. All Academy Trustees (in an academy trusts without a religious character) and 'directors' (in academy trusts with a religious character) are both charity trustees and company directors.

Trustees In church academies, the term 'trustees' is reserved for those on the board of the separate trust that owns the land. For academy trusts with a religious character the trustees are the: • Church of England • Catholic Church • other religious body

It was agreed that DC would forward this document to the Chair of Trustees with the recommendation to Board that this is noted moving forward.

Action DC

5. **External Audit**

Nathan Coughlin the External Auditor from Bishop Fleming read through the Key Issues for Discussion document, a copy of which had been circulated to the committee together with the Audit Completion Report (KIDD) 10 days prior to the meeting. The purpose of the KIDD is to highlight the key issues affecting the audit of the Trust and the preparation of its financial statements for the year ended 31 August 2020.

Review of Key Audit Risks

The Key Audit Risks were discussed in depth and included:

- The recognition of new schools joining the MAT. It was noted that the cash balances for the South Dartmoor schools have not yet been finalised (at the date of the audit work) and therefore have not been included within the accounts. It was also noted that no formal valuations were used to value the schools joining the Trust.
- Related Party transactions occurring and not being detected. New guidance to Trustees has been circulated concerning this and the register of business interests on the Link website updated to show the information required.
- The implications of Covid-19. It was noted that in the future documentation would be held for all business and conversations relating to cleaning and catering.

Review of Financial Statements

The Financial Statements were discussed in depth with the following observations made:

- The Trust has worked towards six weeks expenditure as contingency and it was recommended by Bishop Fleming that this remains in place.
- Reserves have increased this year however this level provides added resilience now that the Trust has increased in size.
- There are two schools in a deficit position with two other schools that require monitoring.
- Forecasts have been accurate with outturn close to expectations.

The Chair asked if there were any comparisons with national data for benchmarking regarding staff cost ratio. Nathan Coughlin advised that Bishop Fleming would circulate a Link benchmarking document by the end of January, which could be read alongside the national document. The Chair asked if the rural nature and size of schools had an impact on benchmarking data? Nathan Coughlin advised that the Link data would be benchmarked with similar schools.

- The impact that the new schools have had to income was discussed. The scale of increase is from nine to fifteen schools. The income figures include the value of school properties.

DC asked whether funds not yet received from the transfer of the three schools from SDMAT would be shown in the following year's accounts. Nathan Coughlin advised that this would be the case. DC asked why the funds had not been put into this year's accounts if the figures were known. Nathan Coughlin advised that the accounts needed to be signed off on a level of reality and should not be held up waiting for these funds. However DC was well within his rights to question amounts which should be documented in the transfer agreement with the Westcountry Schools Partnership under designated reserves.

Action DC/ND to follow up the transfer funds from the SDMAT schools with the Westcountry Schools Partnership and with Francis Clark, their Auditors

Nathan Coughlin advised that the next steps would be to receive the final pension reports. Following this a final set of Audited Accounts would be available for Trustees to approve. This should be by December 2020.

It was agreed that following receipt of all pension reports the final Audited Accounts should be recommended to the Board of Trustees for approval

6. Internal Audit

It was agreed to recommend to the Board of Trustees the Internal Audit programme for 2020-2021 drawn up by Griffin Chartered Accountants.

Agreed for recommendation to the Board of Trustees

7. Risk Register

DC asked who would take ownership of the Risk Register when IJC's term of office came to a close. The CEO asked DC if he would be interested in this role. DC agreed to speak to IJC about the matter. The Chair offered his support with this.

Action DC

The TBM noted that item 2.38 of the Academies Financial Handbook 2020 reads: *Overall responsibility for risk management, including ultimate oversight of the risk register, must be retained by the board of trustees, drawing on advice provided to it by the audit and risk committee.*

The CEO agreed to review the Audit section of the Risk Register and email any recommendations for change to the committee. Recommendations would also include the construction risk for the two schools. The TBM agreed to assist with this section.

Action TBM/CEO

School level risk was discussed. The CEO expressed concern as to how effectively the committee was monitoring this area.

The CEO advised that the COVID Risk Register forms a separate document which is updated every half term.

8. Health & Safety

The CEO provided a short summary report to the committee. This agenda item has also been covered under Actions (Item 1) above.

A Premises Manager has been appointed to work with the Health & Safety Co-ordinator. The two roles and how they link required development and this will become a focus for the Central Business Team. DC queried whether radon checks had taken place. The CEO responded that in the past the radon traps had been the responsibility of the LA but since becoming a Trust they are not now.

All remedial radon measures at Hennock and Bearnas had been undertaken by the LA prior to the Trust being formed.

It was agreed that before the next Audit meeting the TBM and CEO would work together to develop a software system that could provide an indication of improvement in Health & Safety controls in schools and which would also include all checks.

Action TBM/CEO

MF asked if the system could also include compliance with Health & Safety by schools - both statutory and other.

The CEO continued that a Health & Safety report had been completed from information received by all schools. E/AHs been asked look at slips trips and falls. The CEO had provided E/AHs with a grid to regularly update and which the H&S Co-ordinator would monitor.

Asbestos registers for each school would be presented to the Board of Trustees.

It was agreed that reporting on Property and H&S should continue to be discussed at the Audit committee.

9. **Safeguarding**

The CEO advised that there were no major issues to be reported.

The Safeguarding Audit for the Devon Local Authority requires submission by 31 October 2020, however there could be an extension.

The Trust's Safeguarding Officer will create an action plan based on safeguarding data received from schools.

10. **Business continuity**

The CEO advised that Business continuity plans (what schools would do in a disaster) are updated annually. They had been completed for 2020.

MF asked if there were any issues around cladding. The CEO replied that most Link schools were made of granite or stone.

11. **Data Protection**

The CEO reported two minor data protection issues which represented small risk to the Trust. Paperwork around the breaches has been kept and logged by the Data Protection Officer.

Advice from a solicitor had been taken regarding one of the breaches and a subsequent directive sent to all E/AHs. The directive explained that the protocol for requests for information had been revised and that any requests must now be seen by the CEO in the first instance.

12. **Policy List**

12.1 Health & Safety

The committee agreed to recommend the Health & Safety Policy to the Board of Trustees for approval.

Agreed

13. **AOB**

Chair and TBM to meet regarding building projects.

Action Chair/TBM

14. **Date of future meetings**

Wednesday 20 January 2021

Wednesday 12 May 2021

First draft copy to Chair/TBM/CEO 13/11/2020