

Kirklees Directorate for Children and Adults

Company no: 07729878

**THE BOARD OF DIRECTORS OF SHARE MULTI ACADEMY TRUST**

Minutes of the Meeting of the Audit & Risk Assurance Committee held at 5.00pm at Shelley College on Tuesday 17 April 2018.

Present

Mrs A Poppleton (Chair), Mr M Dunkley, Mr J McNally, Mrs C Potterton, Mrs S Strafford, Mr V White

In Attendance

Ms D Howard (Director of Finance and Business, Thornhill Community Academy)  
 Ms E Kilner (Minute Clerk)  
 Ms B Stapleton (Facilities Manager)

<b>Agenda Item</b>	<b>Discussion and Decisions</b>	<b>Action – who/by</b>
133.	<p><b>Apologies, consent and declarations of LAAPs and interests</b></p> <ul style="list-style-type: none"> <li>• There were no apologies for absence.</li> <li>• Mrs A Poppleton was declared as a LAAP.</li> <li>• The following declarations of interest were made               <ul style="list-style-type: none"> <li>- The wife of Mr M Dunkley works at Shelley College.</li> </ul> </li> </ul>	
134.	<p><b>Business of Meeting</b></p> <p>The order of business was agreed as that of the agenda previously communicated to the attendees with the exception of the Review of Key Risks which is to be discussed before Approval of Policies.</p>	
135.	<p><b>Matters for any other business</b></p> <p>There were no matters to be discussed under any other business.</p>	
136.	<p><b>Minutes of the previous meeting held on 30 November 2017</b></p> <p><b>RESOLVED:</b> That the minutes of the meeting held on 30 November 2017 be approved and signed as a correct record of the meeting.</p>	

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137.	<p><b>Matters arising</b></p> <p>a) <u>Appointment of committee (minute 125(a) refers)</u></p> <p>It was confirmed that the Audit and Risk Assurance committee members have been ratified at the SHARE MAT AGM.</p> <p><b>RESOLVED:</b> That Members of the SHARE MAT trust should be invited to join the Audit and Risk Committee, with all appointments, including the appointment of a Member, to be ratified by Members.</p> <p>b) <u>Audit &amp; Risk Assurance committee members (minute 125(b) refers)</u></p> <p>Mrs A Poppleton confirmed that there had been no response from the interested person.</p> <p>c) <u>Review the SHARE MAT annual reports and Financial Statements Year Ended 31 August 2017 (minute 126 refers)</u></p> <p>Mrs C Potterton confirmed that all requested amendments had been made.</p> <p>It was confirmed that the gender pay gap review was now complete and published on the SHARE MAT website.</p> <p><b>Q. Are there any actions which need to be taken in relation to the gender pay gap?</b></p> <p>A. The analysis will need to be performed again in September to understand the impact of changes including trust growth and the contracting out of cleaning services.</p> <p><b>Q. Which way is the gender pay gap currently?</b></p> <p>A. Men are paid more than women.</p> <p>It was <b>agreed</b> that Mrs C Potterton would circulate a copy of the gender pay gap report to all members of the committee.</p> <p>It was <b>agreed</b> that a summary of actions being taken to address the gender pay gap should be brought to the next meeting of the Audit and Risk Assurance Committee.</p> <p><b>Q. Is the gender pay gap report updated annually?</b></p> <p>A. Yes.</p>	<p>CP</p> <p>CP</p>

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	<p>Mrs C Potterton confirmed that travel expenses had been added to paragraph 5.</p> <p>It was confirmed that the Remuneration Committee met on 16 March 2018.</p> <p>The GDPR policy is currently being finalised. It was <b>agreed</b> that GDPR would be discussed at the next meeting of the Audit and Risk Assurance Committee.</p> <p><b>Q. Do we need to put Data Share Agreements in place?</b> A. Yes. Sample agreements are being drafted.</p> <p>It was confirmed that the Members and Directors of the SHARE MAT have ratified the Annual Reports and Financial Statements for year ended 31 August 2017.</p> <p>d) <u>Feedback from SHARE MAT Directors Meeting (minute 127 refers)</u></p> <p>It was confirmed that the SHARE MAT AGM agenda and proposals were sent to Mrs A Poppleton and Ms S Strafford.</p> <p>e) <u>Policy Approvals (minute 128 refers)</u></p> <p>The SHARE MAT draft Lettings Policy will be considered under Approval of Policies.</p>	<p><b>J McN</b></p>
<p><b>138.</b></p>	<p><b>Feedback from SHARE Directors Meeting.</b></p> <p>Mr J McNally updated the meeting.</p> <p>a) <u>Trust growth</u></p> <p>The Regional Schools Commissioner (RSC) has confirmed SHARE MAT as the sponsor for Royds Hall Community School and Thornhill Community Academy. The conversion process is now in progress and is working towards completion by 1 September 2018.</p> <p><b>Q. Are there any issues?</b> A. Some issues remain to be resolved relating to the PFI contracts.</p>	

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	<p>The new board of Directors met on 16 March 2018. Recruitment of new members is currently in progress.</p> <p>Growth funding of £90,000 has now been received and a bid has been made for Royds Hall sponsorship costs of £150,000.</p> <p>b) <u>Trust Structure</u></p> <p>Mr J McNally updated that:</p> <ul style="list-style-type: none"> <li>• The primary school executive headteacher structure has been agreed by the SHARE MAT directors. This approach will allow primary schools to share resources and it also creates a more manageable SHARE MAT structure.</li> <li>• The appointment of Directors for English, Maths and Science has been agreed by the SHARE MAT directors.</li> </ul> <p>c) <u>Audit &amp; Risk Assurance Committee focus</u></p> <p>It was noted that the ongoing focus for the Audit and Risk Assurance Committee should be:</p> <ul style="list-style-type: none"> <li>• Finances and Financial Budgets.</li> <li>• Trust expansion and potential capacity issues.</li> </ul> <p><b>Q. Will budgets be available for review at the next Audit and Risk Assurance Committee?</b></p> <p>A. Yes. Budgets and plans are currently being progressed with a focus on staffing structures and costs.</p>	
139.	<p><b>Review of Key Risks</b></p> <p>Ms B Stapleton circulated copies of:</p> <ul style="list-style-type: none"> <li>• Risk Management – Dashboard of Core Risks (Current Exposure)</li> <li>• Actions Register Report (example)</li> <li>• Audit Risk Action Plans (examples)</li> </ul> <p>It was confirmed that these documents will be the basis of a regular update to the Audit and Risk Assurance Committee.</p> <p>It was noted that Millbridge and Cowlersley schools need to make progress with development of their Risk Action Plans.</p>	



<b>Agenda Item</b>	<b>Discussion and Decisions</b>	<b>Action – who/by</b>
	<ul style="list-style-type: none"> <li>• Headteachers should pick up all red and high amber risks and ensure actions are included in the school development plans.</li> <li>• Required risk reporting should be completed by all schools and submitted to the Facilities Manager and Finance Director for presentation at each Audit and Risk Assurance Committee meeting.</li> </ul> <p>Ms B Stapleton left the meeting at 17.55pm.</p>	
<p>140.</p>	<p><b>Approval of Policies</b></p> <p>Additional copies of policies for review were circulated at the meeting.</p> <p>a) <u>2018-19 Financial Regulations</u></p> <p>The following amendments were discussed. Mrs C Potterton <b>agreed</b> to update the document for the agreed changes.</p> <ul style="list-style-type: none"> <li>• Paragraph 202 – amend duplication in bullet points.</li> <li>• Paragraph 203 – could this be reviewed for consistency with latest terms of reference.</li> <li>• Paragraph 205 – include risk as a Finance Director responsibility.</li> <li>• Paragraph 515 – amend typo ‘in order’</li> <li>• Credit Cards – amend to ‘3 business credit cards’.</li> <li>• 9.0 Fixed Assets – amend to include a ‘Check of the Fixed Asset Register’.</li> <li>• Review the document to ensure clarity between Trust Improvement Plan and School Development plans.</li> </ul> <p>The Chair noted that the document was very clear and comprehensive.</p> <p><b>Q. What are learning walks?</b> A. Learning walks are lesson observations.</p> <p><b>Q. Are all schools in the Trust following the Financial Regulations and how do we check this?</b> A. The document is referenced as part of internal and external audits and procedures are tested as part of the audit process. Financial Regulations are discussed and reinforced at Trust Business Manager meetings lead by the Finance Director.</p>	<p>CP</p>

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	<p><b>Q. Re Paragraph 610 – what is the percentage achievement of 7 days for budget holders to undertake invoice checks?</b> A. This is not currently measured.</p> <p><b>Q. Do we know the persistent offenders who do not achieve 7 days?</b> A. Yes. This is discussed with budget holders. The online system in secondary schools ensures no loss of documentation.</p> <p><b>Q. Do you have reports on outstanding invoice approvals?</b> A. Yes but the reports do not measure the 7 day approvals.</p> <p><b>Q. Should we consider removing the 7 day measure if we do not report achievement?</b> A. The 7 days could be measured if we had a significant issue with invoice approval.</p> <p><b>Q. Re Paragraph 810 – Payments and Withdrawals – how often do we review the £30 limit?</b> A. This will be reviewed annually as part of the overall policy review.</p> <p><b>Q. Re Paragraph 911 – Fixed Asset Disposal – how do we ensure safe disposal of IT equipment and wiping of data?</b> A. The IT department are responsible for the safe disposal and use only licenced companies for disposal to ensure safety of data.</p> <p>b) <u>2018-19 Accounting Policies</u></p> <p><b>Q. Re 2.0 Accounting Policies - Reserves – do we need to amend the parameters to make them more realistic?</b> A. Yes this should be reviewed.</p> <p>It was <b>agreed</b> that the Parameters for Reserves should be reviewed</p> <p>c) <u>Student Charging and Remission Policy 2018-19</u></p> <p>It was <b>agreed</b> that this policy will need further review in September 2018 to ensure it reflects impacts of Thornhill</p>	<p><b>CP</b></p>

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	<p>Community Academy and Royds Hall Community School.</p> <p>d) <u>2018-19 Procurement Policy</u></p> <p><b>Q. Do we need to remove highlights from this document?</b> A. Yes.</p> <p>It was <b>agreed</b> that all highlights should be removed from the document.</p> <p><b>Q. Have we checked all policies for consistency?</b> A. Checks will be made for consistency after all amendments have been made.</p> <p>It was <b>agreed</b> that a review of consistency across all policies will be completed.</p> <p>e) <u>Shelley College Lettings Policy – Academic Year 2017-2018 – Draft</u></p> <p>It was noted that amendments were required due to the introduction of the online booking system. The policy will need to be further updated in September to ensure consistency across the trust.</p> <p>It was <b>agreed</b> that all members of the committee should review the lettings policy and send any comments to Mrs C Potterton.</p> <p>f) <u>Draft Trustees Allowances Policy 2018-19</u></p> <p>It was <b>agreed</b> that Mrs C Potterton would amend the policy for comments received.</p> <p><b>Q. How will the board give prior approval?</b> A. Trustees will request approval for allowances and the board will review on a case by case basis.</p> <p><b>Q. Do we want the committee to review a summary of actual allowances paid on an annual basis?</b> A. Yes this will be required. It should also be noted that some reporting of allowances is included in the Annual Report.</p> <p>It was <b>agreed</b> that Mrs C Potterton would check what reporting is included in the Annual Report and update the committee members. A summary of allowances paid will be reported to</p>	<p>CP</p> <p>CP</p> <p>CP</p> <p>All</p> <p>CP</p>



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	<p>the committee annually.</p> <p><b>Q. Is equality and diversity reviewed for the current directors?</b>            A. It should be but the current priority is independence.</p> <p><b>Q. Is the £20 limit sufficient?</b>            A. This should be reviewed.</p> <p>It was <b>agreed</b> that the £20 limit should be reviewed as this may not be sufficient for childcare and translation.</p> <p><b>Q. Should the trust pay directly for some service providers e.g. translation services?</b>            A. This could be considered dependent on circumstance.</p>	<p>CP</p> <p>CP</p>
141.	<p><b>External audit strategy</b></p> <p>Mrs C Potterton updated that there are no specific recommendations for the External Audit.</p> <p><b>Q. Do we need to consider timescales for changing external auditors?</b>            A. There is not currently a policy for considering change of auditors.</p> <p>It was <b>agreed</b> that putting a policy in place would be best practice.</p>	<p>CP</p>
142.	<p><b>Internal Audit findings</b></p> <p>The HR and Payroll audit report is close to completion.</p> <p>It was <b>agreed</b> that the final report would be circulated and discussed at the next meeting of the Audit and Risk Assurance Committee.</p>	<p>CP</p>
143.	<p><b>Financial Assurance Framework</b></p> <p>A copy of the Academies Financial Assurance framework was circulated to the meeting.</p> <p>It was <b>agreed</b> that the members of the committee would review the Financial Assurance Framework and send any comments and questions to Mrs C Potterton.</p> <p><b>Q. Was the deadline to submit the audited accounts and auditor's regularity report to EFA by 31 December met?</b>            A. Yes.</p>	<p>All</p>

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	<p><b>Q. Was the deadline to publish the audited accounts on the trust’s website by 31 January met?</b> A. Yes.</p>	
144.	<p><b>Correspondence</b> None.</p>	
145.	<p><b>Any Other Urgent Business</b></p> <p>(a) <u>New Accounting Software</u></p> <p>Mrs C Potterton updated that a supplier for new accounting software had been agreed at the Business Managers meeting. The SHARE MAT will progress with the acquisition and implementation of HCSS accounting software.</p>	
146.	<p><b>Dates of meetings for the 2017 – 2018 academic year</b></p> <p><b>RESOLVED:</b> That the next meeting of the Audit &amp; Risk Assurance Committee will take place on:</p> <p>- Tuesday 5<sup>th</sup> June at 5.00pm</p>	
147.	<p><b>Agenda, minutes and related papers – school copy</b></p> <p><b>RESOLVED:</b> That no part of these minutes, agenda or related papers be excluded from the copy to be made available at the School, in accordance with the Freedom of Information Act.</p>	

The Chair closed the meeting at 6.45pm.

*Adele K. Potterton*  
 Chair  
 05 June 2018  
 Date