

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 (A&RA) Committee held at 5:30pm at Shelley College on Tuesday, 26th November 2019.

Present

Mr M Dunkley (Chair), Mrs M Cambell, Mrs D Howard, Mr J McNally, Mrs C Potterton

In Attendance

Mr G Dawkins (Minute Clerk)

Agenda Item	Discussion and Decisions	Action – who/by
241.	Apologies, consent and declarations of LAAPs and interests <ul style="list-style-type: none"> • Apologies for absence were received from Mr V White. • No one was declared as a LAAP. • Mr Dunkley declared an interest as his wife works for SHARE MAT. 	
242.	Business of Meeting There was nothing to add.	
243.	Matters for any other business. No items were notified to be brought up under any other business.	
244.	Minutes of the previous meeting held on 17 September 2019 and any matters arising from the minutes. RESOLVED: That the minutes of the meeting held on 17 September 2019 be approved and signed by the chair as a correct record of the meeting. The following matters arising were noted:	

Agenda Item	Discussion and Decisions	Action – who/by
	<p>(a) <u>Reports and Submissions to the ESFA and DfE – Minute 229(a) refers</u></p> <p>It was noted that Mrs Potterton circulated a list of reports and submissions, that go to the ESFA and DfE, with timings on 18 October 2019 to committee members.</p> <p>(b) <u>Review of A&RA Committee effectiveness – Minute 229(b) Action (i) to (iv) refers.</u></p> <p>The Chair apologised for the questionnaire coming out late, but it should now have been received.</p> <p>ACTION 1: Members and Directors are to return the questionnaire as soon as possible in order that they can be collected and collated for the Board of Directors meeting on 5 December 2019.</p> <p>(c) <u>Reserves Policy Review – Minute 232 refers</u></p> <p>The Reserves Policy is to come back to the next A&RA Committee on 19 March 2020.</p> <p>ACTION 2: The Reserves Policy Review is to be on the agenda of the A&RA committee meeting to be held on Thursday 19 March 2020 at 5.30 pm.</p> <p>(d) <u>Review of Key Risks – Minute 233 refers.</u></p> <p>It was reported that the ICT risk has been amended to replace “highest” with “acceptable”.</p> <p>(e) <u>Remuneration Committee – Minute 237</u></p> <p>It was noted that Mr Dunkley and this committee Chair are to meet with the CEO and the HR Manager in December 2019 to discuss the Remuneration Committee.</p> <p>Q. Will Mr Kent and Prof Keay be involved? A. No, Mr Kent is aware and has given some input but for the meeting there will be just the 4.</p> <p>(f) <u>Pupil Premium – Minute 238 refers</u></p> <p>There is a need for to consider the appointment of a Director with specific responsibility for Pupil Premium Funding spend, SEND</p>	<p>Members / Directors / Chair</p> <p>Clerking Service</p>

Agenda Item	Discussion and Decisions	Action – who/by
	<p>Funding spend and Looked After Children.</p> <p>It was noted that there is a Director for Safeguarding but not Pupil Premium yet.</p> <p>Q. Will this be captured on Directors action? A. Yes.</p> <p>ACTION 3: The Directors meeting is to consider the appointment of a Pupil Premium Director.</p>	<p>Chair / CEO</p>
<p>245.</p>	<p>Feedback from SHARE Directors Meeting.</p> <p>The CEO gave feedback on the SHARE Directors meeting as follows:</p> <ul style="list-style-type: none"> • Summer results were discussed as they are now nearly finalised. • Trust Review with Regional Schools. • New Ofsted Framework • Curriculum Policy Statement • Trust Improvement Plan • Safeguarding Policy approved – own Trust policy as Kirklees’ policy has been criticised by Ofsted. • Director for Safeguarding appointed. • Director for Pupil Premium and Looked After Children also required. • Pay Award of 2.75% • ESFA guidance shared. • De-amalgamation of Royds Hall School going ahead with no issues. 	

<p>246.</p>	<p>Annual Report and Accounts for the Year 2018/19</p> <p>The draft Annual Report and Financial Statements Year ended 31 August 2019 had been circulated before the meeting.</p> <p>The following discussion took place:</p> <p>The framework of the report remains unchanged from last year with the main change being the 4 new schools to the MAT.</p> <p>Q. Are we comfortable with the accounts?</p> <p>A. Yes, comfortable with the format but has been a bit rushed due to the lateness of some information, namely the local government pension scheme report from the actuary, plus the land and buildings valuation in respect of TCA and Royds. Both these matters were outside our control</p> <p>(a) <u>Reference and Administrative Details</u></p> <p>It was noted that the Senior Management Team should include the Director of Operations Mrs D Howard.</p> <p>Trustees will normally be appointed for a term of 4 years. It was agreed that the term of office and date of appointment is added to the Reference and Administrative Details on Page 1.</p> <p>Action 4: The term of office and date of appointment is added to the Reference and Administrative Details on Page 1.</p> <p>Mrs Campbell is not listed as a member of the Audit & Risk Assurance Committee but all members are welcome to attend.</p> <p>Action 5: Mrs Campbell is to be included in the attendance at the meetings data in the trustees report.</p> <p>(b) <u>Trustees' Report</u></p> <p>The definition of "trustees" as noted in the first paragraph on Page 2 needs to be checked as it refers to governors of the trust.</p> <p>Action 6: Check the definition of "trustees" as referred to in the first paragraph on Page 2 and remove Governors if not appropriate.</p> <p>(c) <u>Trade Union Facility Time (Page3)</u></p> <p>Q. What is Facility Time?</p> <p>A. This is the time that staff, who are Union representatives, are</p>	<p>DoF</p> <p>DoF</p> <p>DoF</p>
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	<p>released to undertake Union duties and the cost.</p> <p>(d) <u>Absence Data (Page 10)</u></p> <p>Action 7: Add 2019 data to the table.</p> <p>(e) <u>Financial Review (Page 11)</u></p> <p>It was noted that the surplus of income over expenditure of £0.6m is difficult to see in the accounts.</p> <p>(f) <u>Funds held as Custodian Trustee on behalf of Others (Page 12)</u></p> <p>Q. Is the deficit balance held as at 31 August 2019 on behalf of other schools in the local area under the Shelley Pyramid Partnership a risk to the Trust?</p> <p>A. No it is not a risk to the Trust as it is not the Trust's debt. The Trust acts as administrator for the Shelley Pyramid Partnership raising sales invoices etc regarding the Sports Fund.</p> <p>(g) <u>Governance Statement (Page 14)</u></p> <p>It was noted that subject to the results of the Questionnaire there is no reason for change.</p> <p>Action 8: References to "board of non-executive directors" throughout the report should make reference to the "board" only.</p> <p>(h) <u>Risk and Control Framework (Page 16)</u></p> <p>Q. Is the first paragraph correct?</p> <p>A. Not entirely, so needs clarification.</p> <p>Action 9: The accuracy of the first paragraph on Page 16 is to be clarified.</p> <p>(i) <u>Independent Reporting Accountant's Assurance Report on Regularity to SHARE Multi Academy Trust and the Education & Skills Funding Agency</u></p> <p>It was noted that the conclusion is that this is a clean report.</p> <p>(j) <u>Statement of Financial Activities for the year ended 31 August 2019</u></p> <p>It was noted that it is difficult to make comparisons between 2018 and 2019 due to the conversion of 4 schools over the period.</p>	<p>DoF</p> <p>DoF</p> <p>DoF</p>
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	<p>Q. What is the underlying performance? A. Surplus of £0.6m for the year.</p> <p>It was noted that staff costs have almost doubled but so have staff numbers.</p> <p>The Land and Building valuations have been based on the LA valuations which is considered the most practical solution when there are no ESFA valuations for 2019 available. This may result in an adjustment next year.</p> <p>Q. Is there anything to recommend further? A. A summary could be done but this would be better left to next year when a better comparison can be made.</p> <p>(k) <u>Contingent Liabilities</u></p> <p>The Trust is aware of a contingent liability relating to the LGPS and transitional protection arrangements. The quantum of the liabilities is as yet unknown but should become clearer by 31 March 2020 and will be incorporated into the Trust's financial statements for the year ended 31 August 2020.</p> <p>(l) <u>Audit Judgements</u></p> <p>As regards Audit Judgements there is nothing material to report.</p> <p>The Management Report is to be issued.</p> <p>All the bank accounts are with one bank, Lloyds Commercial Banking, under Trust Mandate rather than individual schools.</p> <p>No internal audit work has been done this year, the last time was May 2018, so is to be scheduled in this year.</p> <p>RESOLVED: That the draft Annual Report and Financial Statements be presented to the Trust Board and recommended for approval.</p> <p>The Chair thanked Mrs Potterton and her team for all the hard work in pulling these accounts together.</p>	
<p>247.</p>	<p>External Audit Opinion.</p> <p>The Management Letter is in preparation and there are no concerns.</p>	
<p>248.</p>	<p>The Gender Pay Report 2019/20, prepared by Mrs Nash, had been</p>	

	<p>circulated to Governors last week.</p> <p>The following points were highlighted:</p> <p>The figures showing the proportions of male and female full-pay relevant employees in each of the 4 quartiles, bottom quartile, 50th percentile, 75th percentile and top quartile, shows that the majority of staff in the lower quartile are predominantly female, therefore the gap between the average female hourly rate of pay and the average male hourly rate is affected.</p> <p>The figures show females remain outnumbering males in the upper quartile, demonstrating a higher percentage of females in senior positions within the MAT.</p> <p>Q. How do we monitor future actions?</p> <p>A. Review Annual Pay Policy, selection workshop for middle leaders, investing in new software to help with the statistical data. The report identifies an ambitious set of future actions for the next 12 months.</p> <p>Knowing the numbers in each quartile would help to understand the problem and encourage men to apply for the lower quartile positions.</p> <p>The Chair thanked Mrs Howard for her report.</p>	
<p>249.</p>	<p>DBS UPDATE</p> <p>The current DBS status is as follows:</p> <ul style="list-style-type: none"> • 3 Schools have none outstanding • 1 school has just 2 outstanding • Royds Hall and Shelley have 21% and 22% outstanding respectively • Beech and Luck Lane have 30% and 35% outstanding but they have small numbers. <p>It was noted that this a remarkable change from 12 months ago.</p>	
<p>250.</p>	<p>GDPR</p> <p>A Compliance Officer Report had been circulated to the Governors and the following was highlighted:</p> <p>GDPR across the Trust is fair to good on a scale of poor, average, fair, good, and excellent.</p>	

	<p>The aim this year is to implement further new procedures and continue with staff training.</p> <p>All schools have been audited over the last 12 months and documented to be performing to sufficient standards.</p> <p>The Compliance Officer has completed detailed audits of each school to assess gaps and areas for improvement.</p> <p>Q. What's our ambition over the next two years? A. Looking at the actions completed we would want to report good to excellent.</p> <p>Q. When all the actions have been completed where will be and what is the timescale? A. The rest of this year to complete and be compliant.</p> <p>This is very encouraging and ambitious.</p>	
<p>251.</p>	<p>Trust Improvement Plan</p> <p>The CEO presented the SHARE MAT Improvement Plan 2019-20, Progress Updates – November 2019 which is working towards the Directors timeline of 5 December 2019.</p> <p>The plan shows the KPIs linked to the Trust's mission, aims and values and the new Ofsted framework.</p> <p>The educational risks and goals are covered in the TIP which is what we need to focus on with Keeping Children Safe from Harm, operational and financial risks being addressed elsewhere.</p> <p>The highlighted areas in the TIP are the updates to be focused on at the Directors meeting.</p> <p>Q. What are the main risks? A. The number 1 risk is Safeguarding with Behaviour number 2 which has an impact on Safeguarding.</p> <p>Attendance is also an issue though academies generally do better than National but need to compare advantaged to disadvantaged and have a clear action plan as opposed to just comparing disadvantaged to National.</p>	
<p>252.</p>	<p>Correspondence</p> <p>The Chair referred to correspondence from Mr Ahmed giving his</p>	

	resignation as Vice-Chair since the last meeting due to work commitments. Action 10: Recruitment of Members as numbers are dwindling.	Chair
253.	Any Other Business (a) <u>QUESTIONNAIRE</u> The Parents – September 2019 questionnaire data was circulated. As noted in Minute 244(b) Members and Directors are to return their questionnaire as soon as possible in order that they can be collected and collated for the Board of Directors meeting on 5 December 2019.	
254.	RESOLVED: That future meetings of the SHARE MAT Audit and Risk Assurance Committee are held at Shelley College on: <ul style="list-style-type: none"> • Thursday, 19 March 2020 at 5.30pm • Thursday, 18 June 2020 at 5.30pm 	
255.	Agenda, minutes and related papers – school copy RESOLVED: 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.	