

**CONFIDENTIAL
SHARE MAT COPY
THE AUDIT AND RISK COMMITTEE OF SHARE MULTI ACADEMY TRUST**

Minutes of the Meeting of the Audit and Risk Committee of SHARE Multi Academy Trust held at 4:30pm at Shelley College on Tuesday 13th June 2017.

PRESENT

Mrs Adele Poppleton (Chair), Mr M Dunkley, Ms Sue Strafford, Mr J McNally,
Mrs Cleo Potterton

IN ATTENDANCE

Mrs Helen Tones (Minute Clerk)

Meeting commenced at 4.37pm

88. APOLOGIES

Apologies had been received from Mr Vic White.

89. BUSINESS OF MEETING

The Chair enquired if any interest in joining the committee had been forthcoming. Mrs C Potterton advised a request was put out at the Directors meeting on 14th March 2017 but nothing had been forthcoming. The Chair said that committee needed more independent members.

Mr J McNally joined the meeting.

90. REGISTER OF BUSINESS INTERESTS

- (a) Mr M Dunkley registered that he was a Director at Rodillian Trust
- (b) Mr M Dunkley advised he had an interest in the Director of Operations role as his partner worked for the Operations Director at Shelley College. It was agreed to re-order the meeting so this item was dealt with last and that Mr D Dunkley would leave the meeting at this point.

91. MATTERS FOR ANY OTHER BUSINESS

None

92. MINUTES OF PREVIOUS MEETING HELD ON 8TH MARCH 2017

RESOLVED: That the minutes of the meeting held on 8th March 2017 were an accurate record of the meeting (Unanimous)

93. MATTERS ARISING FROM THE PREVIOUS MEETING HELD ON 8TH MARCH 2017

(a) Contract Approval form (minute 77(a) refers)

Mrs C Potterton circulated a Contract Approval Form that she had created. The form includes a section on reporting exceptions, i.e. where 3 written quotes are not obtained. This had been sent to all schools and Governing Bodies for comment. Mrs C Potterton had tested the form herself. She confirmed that the form will be part of policy and that Business Managers had to complete. The committee felt the form was comprehensive.

(b) Draft Procurement policy (minute 77(a) refers)

Mrs C Potterton circulated a draft Procurement policy, copies were circulated in the meeting.

ACTION: Mrs C Potterton to send the committee an electronic copy of the Draft Procurement policy.

(c) Charging & Remission Policy (minute 77(c) page 29 refers)

ACTION: Mrs C Potterton to progress the Lettings policy review

(d) Trust website (Minute 77(a) refers)

The Trust website was due to go live in the next 2 weeks. The Chair requested that a communication be sent to Governors and parents, which the CEO agreed to.

(e) Charging costs (minute 77(c) refers)

Mrs C Potterton had reviewed charges relating to school trips. A test case level of £3 be retained was recommended and this would be kept under review.

(f) Policy title change (Minute 77(c) refers)

Mrs C Potterton advised that she had removed reference to 'certain early years provision', as this was not specific and could lead to misunderstanding.

(g) Internal Audit (minute 80 refers)

Mrs C Potterton advised that the Internal Audit plan was not confirmed yet. Fixed Assets had just been completed, and Payroll/HR will be re-audited (probably in 2018) following the change to HR and payroll systems and providers – as indicated by the external auditors when auditing these areas in 2016.

ACTION: Mrs C Potterton circulate detailed audit action plan and to issue in advance of meetings in future.

(h) Anti Fraud (Minute 80 refers)

One of the Business Managers had attended an update recently with the plan that she would represent (and therefore feedback to) all the Business Managers in the trust. Mrs C Potterton was to feedback to the committee once a meeting been held

ACTION: Mrs C Potterton to send Mr M Dunkley and Ms S Strafford read only access for risk review

(i) Strategic Risk (minute 81 refers)

- a. Specific risk training to be undertaken. Chair expressed concern that actions have not been completed.
- b. The CEO advised that H&S checks that had been done in schools had flagged up some risks that had not been actioned in the primary schools. Mrs C Potterton advised this matter had been spoken about at the Shelley College Health & Safety committee meeting on 13th June 2017 and whether Health & Safety committee should become a trust wide committee.
- c. Some work on Committees owning risk had been done but was still to be completed.

ACTION: The Chair to recommend to Directors that the Shelley College Health & Safety committee become trust-wide.

(j) Committee recruitment (minute 85(a) refers)

ACTION: The CEO to seek interest in joining the committee via Parent bulletins.

(k) Additional Risk review meeting (minute 82 refers)

The CEO proposed for an additional meeting for risk review to be held in October. The committee agreed to this proposal.

Each local Governing Body had been asked to decide their risk priorities.

Q: Are there internal risk reviews undertaken?

A: Weekly meetings as well as Headteacher meetings each half term.

Q: Are risks followed up by individual owners?

A: The CEO dealt with the Headteachers and Mrs C Potterton dealt with the Business Managers. Risk were also picked up by Health & Safety committee.

**ACTION: (i) Mrs C Potterton to add to the Headteacher report a section on risks
(ii) Mrs C Potterton to ask GRC1 developer to look at scheduling of risk.
(iii) The CEO to ask Ms J Newson to arrange an additional committee meeting date in October to review risk.**

94. REVIEW INTERNAL AUDIT – FIXED ASSETS

The Fixed Asset report been circulated prior and copies were available in meeting. Copies of the Financial regulations also circulated.

Mrs C Potterton reported that the ICT assets had not all been inspected in last 12 months. Mrs C Potterton was looking at another member of staff that was not involved in the ICT register to be involved. Mrs C Potterton reported that she was looking to put a monthly check in place.

Mr M Dunkley and Ms S Trafford felt that the interim external report was clear and no material issues reported. Mrs C Potterton reported a Civica software issue showing 2011 had been identified as a system quirk.

Q: What is level of theft from primary schools?

A: None that we are aware of.

Mrs C Potterton advised that she had tasked the Business Managers to address issues identified before the next Business Managers meeting. The main issue is ICT disposal at Shelley College that was to be completed.

Q: What was the frequency of review of topics?

A: Once a year in relation to financial regulations. If anything was found material tests would be expanded.

Mrs C Potterton was to talk to the senior auditor on grouping. The Chair suggested a baseline to be used by auditors for new schools looking to join trust. Mrs C Potterton had taken action on this matter already.

Chair thanked Mrs C Potterton for her report and although the Audit committee were pleased that there were no material issues had been identified, there were a number of recommendations, and a weakness in not having all the inspections completed in the year.

95. REVIEW EXTERNAL AUDIT MANAGEMENT LETTER

Mrs C Potterton circulated the management letter for the annual audit. There were no recommendations to the committee, and thus no actions required.

96. REVIEW COMMITTEE'S EFFECTIVENESS

Q: To the CEO and Mrs C Potterton: Is this committee effective in addressing and identifying risks?

A: Yes, there was effectiveness with regards to risk and audit.

The Chair reported that she was not receiving feedback on letters sent to the Directors. The CEO and Mrs C Potterton felt that a director should provide feedback. The Chair suggested maybe Mr V White provided feedback as a Director as he sat on this committee. It was felt that once a year the Chair of committee attended a Director meeting specifically to talk about risk and audit.

Ms S Trafford fed back that she was happy with committee and that it was work in progress. She felt that slicker processes were needed. Mr M Dunkley was pleased to hear that the work of the committee assists the trust. He felt that focus on areas where can add most value and a calendar of what to cover were needed.

Mrs C Potterton felt that a larger committee membership would be of benefit, especially in risk management.

ACTION: The Chair to contact Mr Nick Wilson, SHARE MAT Chair regarding attending a directors meeting on 7th November 2017.

97. AUDIT COMMITTEE REPORT TO SHARE MAT BOARD

ACTION: Mrs C Potterton to develop a more detailed matrix of actions agreed and what actions have taken place.

98. MEETING SCHEDULE

ACTION: Mrs C Potterton to circulate the Work Programme once it had been clarified.

The committee reviewed the meeting dates that had been circulated prior to the meeting.

Mr M Dunkley left meeting.

99. REVIEW OPERATIONS DIRECTOR ROLE

THIS ITEM WAS DEEMED CONFIDENTIAL

Q: Has an analysis of impact of not having Operations Director job role been done?

A: Done some analysis of impact and key tasks that need cover for 6-12 months

Q: Is anything in the job role that the trust doesn't have capacity or skills that can be given to outside suppliers and what was the impact if the role was not in place?

A: It had been identified that contract negotiation was one area that requires additional support. Gaps will emerge as the trust moves forward. The plan was to evaluate effectiveness of areas whether in house or external, test and then decide.

Mrs C Potterton advised that the trust had a central register for main contracts across the Trust.

The committee discussed different models, fixed term contracts and testing options.

Q: For those taking on extra duties was there extra remuneration?

A: Job evaluations were being done but the Directors needed to discuss.

100. CORRESPONDENCE

None reported.

101. ANY OTHER URGENT BUSINESS

None.

102. AGENDA, MINUTES AND RELATED PAPERS – SCHOOL COPY

RESOLVED: That Minute 99 of the minutes or related papers be excluded from the copy to be made available at the School, in accordance with the Freedom of Information Act.

103. DATES OF FUTURE MEETINGS FOR 2016-2017

RESOLVED: That the next meeting of the Audit Committee was to be held at Shelley College on:

Thursday 30th November 2017 at 4:00pm

Dates of future meetings

Wednesday 28th February 2018 at 4.00pm
Tuesday 12th June at 4.30pm

Future Agenda Items

Meeting closed at 6.18pm

ADELE POPPLETON Adele K. Poppleton 03.10.2017
Name Signature Date