

**Ted Wragg Multi-Academy Trust
Audit Committee meeting**

Minutes of the meeting held on Monday 18th May at Exeter College, Hele Road, Exeter, EX4 4JS

Present: Richard Jacobs (Chair)
Debra Myhill
Lewis Banfield
Rob Bosworth

Apologies: Lizzy Anderson

Minutes: Steph Barnard

1.	Welcome, Apologies and Declarations of Interest Apologies were received from Lizzy Anderson. No declarations of interest were noted.	
2.	Minutes of Previous meeting The minutes of the meeting on 24 th February 2015 were agreed as an accurate record.	
3.	Matters Arising <ul style="list-style-type: none"> - LB confirmed that Ian Rogers (Reporting Officer) has undertaken reviews at Isca and has given feedback on these. Ian has confirmed that there is still some work to do and has put forward his recommendations to Lizzy Anderson & Ali Moxey at Isca. Ian confirmed that there were no areas of concern - Terms of Reference – for discussion at Item 4. - Gift & Hospitality Policy – for discussion at Item 7. - Website development – SB gave a summary of the recent updates to the website i.e. updated Trustee profiles, new vacancies section and new section called Trust documents where key information will be uploaded shortly. - Employee contracts – SB will take this forward and confirm with Ali Moxey if all contracts have now been signed. - LB confirmed that the debit card for Isca has been cut up and they are now using the credit card only. - Transfer of money – RJ asked about the concern raised recently at Clyst Vale. LB explained what had happened regarding the scam from a supposed supplier. LB has contacted Ali Moxey & Lizzy Anderson about this to flag it up to make sure any amended payee details are double checked before records are changed. 	SB

<p>4.</p>	<p>Terms of Reference RJ invited any observations on the Terms of Reference for the Audit Committee. Items to be checked/amended:</p> <ul style="list-style-type: none"> - Members – Non-Exec Directors. SB to check other Trust example Terms of Reference to see if they have non-executives on their committees. All agreed that LA should be invited to attend the Audit Committee. - Add in CFO to attendance of meetings - External Auditors should be invited to attend the November meeting - Change quorum to 3 members - Amend text so that when it refers to ‘Members’ it should be Trustee or Director – or committee member. - Change ‘Board’ to ‘Board of Directors’ - Add ‘budgets’ into Financial Reporting section - Ensure minutes are made available to Board of Directors. <p>SB will make these amends and circulate to the committee for final approval.</p>	<p>SB</p>
<p>5.</p>	<p>Review of Risk Register DM confirmed that the circulated risk register is the same as presented to the Trust at the last meeting.</p> <p>The committee reviewed each risk and suggested the following changes to the register:</p> <ul style="list-style-type: none"> - Number each risk so easier to review - Long-term sustainability – keep the same - Isca standards – keep the same - Isca improvement path – keep the same - Governance & Structure + Board of Directors risk – merge the two risks together. - Falling rolls at Isca – reword to ‘financial pressure caused by falling rolls negatively effects school improvement’ and change the planned controls to ‘engagement with primary schools/local community to enhance PR’. - PFI – this will be resolved shortly following the benchmarking so bring the severity of the risk down so net risk is 4 + 4. - Financial management issues – changed planned controls section to say that CFO needs time to bed into role. - LGBs – leave as it the same as Isca LGB has stabilised and CEC has a new LGB. - LGB role - change the planned controls to ask for Governor training record to be sent to Audit Committee. Agreed to keep this as a separate item and request the training record for next Audit meeting. - Chair of Board – leave as same - Financial fraud – RJ proposed an increase in risk in light of Clyst Vale? RB added that the risk is about 	

	<p>whether we think our processes are robust, but added that there is a potential risk at CEC on FF&E spend. The committee discussed their confidence in the financial controls for the Trust. All agreed for the gross risk to be increased (to a 2 + 4 so net risk of 8) but mitigated due to the CFO appointment and for CFO to be involved in all transactions for consistency. RJ asked for this particular issue to be an agenda item for the next Audit meeting and ask for LA to justify current processes.</p> <ul style="list-style-type: none"> - Review dates to be updated in last column - CEC to open on time – RB is confident that deadlines will be met. <p>SB will update and send to DM to check/approve before circulation to the Committee.</p> <p>RB queried if the CEC building should be added as a risk? The Trust will own/lease the building rather than a PFI contract as with Isca. All agreed. RB will phrase something and circulate for agreement.</p>	<p>SB LA</p> <p>SB/DM</p> <p>RB</p>
<p>6.</p>	<p>Review of Management Letter The Committee reviewed each point of the Management Letter as follows:</p> <ul style="list-style-type: none"> - Risk review – actioned as per Item 5 - Gift & Hosp register – to be discussed in Item 7 - Contracts of Employability – SB to request a copy from Ali Moxey at Isca so can see if the Gift & Hospitality policy is mentioned in the contract - Website – SB is updating the website. - Checking of controls – LB confirmed that these are in place and will continue - Contracts of Employment at Isca – need to get a spreadsheet to show which contracts have been signed. SB will request this from Ali Moxey. - DM will look at Governance records for both Trustee & Governor as this will cover a formal governor record for each LGB. SB explained that this is being put in place for CEC LGB. SB added that she has sent DM a Trustee/Governor pack so once approved this can be sent to Isca to put in place. This can then be added to a formal spreadsheet for each LGB to show that all records are in place i.e. DBS check etc which the Trust can request as an update from each LGB when needed. - Tim Borton/NI and PAYE deductions - SB to keep chasing him for a response. - Debit cards – no longer used. - Transfer of money – no longer relevant. - VAT claim – LB confirmed that this has been submitted and HM Revenue are requesting further info. 	<p>SB</p> <p>SB</p> <p>SB/DM</p> <p>SB</p>

7.	<p>Review/approval of Gift & Hospitality Policy & Register</p> <p>All agreed that the proposed policy covers most eventualities and therefore approved the policy – but requested a minor amendment under the signature block to say ‘Local Governing Body’ rather than ‘Full Governing Body’. The policy will be put forward to the Trust for approval on 1st June.</p>	SB
	<p>AOB</p> <p>LB added that following the recent Trust meeting at St James a discussion took place about asking Isca to target a carry forward amount at the end of 15/16. LB has sent that request to Ali Moxey & Lizzy Anderson and given guidance on what carry forward the Trust is looking for.</p>	
	<p>Date of next meeting: 17th August 2015</p> <p>RJ asked for the meeting to be moved to the 3rd week of September – SB will try to move this date. RJ would also like the meeting to take place at Isca so that he can have a walk about of the school. SB will check if the meeting can take place at Isca but queried the timing of the meeting as the students will have left by 4pm. RJ asked to have a tour at 2.30pm with the meeting still scheduled for 4pm.</p> <p>LB mentioned the need to produce records of Related party transactions, as these will be needed for the financial report. Particular transactions may relate to Exeter College and Foot Anstey as examples. SB/LA will look at obtaining this information ready for the financial report.</p>	SB SB/LA
	<p>Future agenda items:</p> <p>August/September - Discussion on preparation of Trustees Annual Report</p>	