

**Meeting Minutes**  
**Trust Audit, Finance and Resources Committee**  
**Wednesday 23 September 2020, 5.00pm**  
***Virtual Meeting via Microsoft Teams***

**Meeting Summary Sheet**

Item Ref	Meeting Summary Information
	<b>List of Actions from the Meeting</b>
6.	MF to add the need for an additional audit committee once turnover hits £50m to the Agenda for discussion at the Board Meeting on 21.10.20.
6.	SP to bring the updated position re School Conditions Allocation to the Audit, Finance & Resources Committee on 11.11.20.
9.	SP to table the final draft of the Trustees Report at the Audit, Finance and Resources Committee on 11.11.20.
9.	Academies Financial Handbook to be tabled at the Board Meeting on 21.10.20 to be covered in AW's AFR Update – MF/AW
9.	Academies Financial Handbook to be added to the Agenda for the MAT Members Meeting on 01.12.20 – MF
10.	SP to table the final draft of the Trustees Report at the Audit, Finance & Resources Committee Meeting on 11.11.20.
13.	MF to add additional wording to the Complaints Policy to reflect timeframes for receipt of complaints.
	<b>List of Decisions Taken Under the Scheme of Delegation</b>
7.	It was agreed to award the tender for the Phase 2 works at Cranbrook Education Campus.
7.	It was agreed to renew the Trust's contract with PHP Law, at a reduced rate, for a further 12 months.
12.	The Trust's Related Party Transactions were fully considered by the Trustees and have been noted.
13.	Trustees approved the changes to the following Policies: Related Party Policy Safe Operating During Covid Policy (New) Complaints Policy LGPS Discretion Policy Due Diligence for New Schools Policy Records Management Policy Sex & Relationships Policy HR Code of Conduct Policy
15.	It was agreed to continue to use David Johnson (Castle Gate) in his current capacity for the remainder of the PFI project on a reduced retainer.

**Meeting Minutes**  
**Trust Audit, Finance and Resources Committee**  
**Wednesday 23 September 2020, *Virtual Meeting***

**In attendance:**

Alex Walmsley –Chair (AW)	Rob Bosworth (RB)
Philip Bostock (PB)	Charlotte Davies (CD)
Richard Jacobs (RJ)	Moira Marder (MM)
Sue Pym (SP)	Rebecca Mitchell (RM)
Melody Floyd - Clerk to the Trust (MF)	

**Meeting Minutes**

Item Ref	Business	Action
1.	<p><b>Welcome and Attendance</b></p> <p>The meeting opened at 17:00.</p> <p>RB welcomed everyone to the virtual meeting. No apologies were received.</p>	
2.	<p><b>Declarations of Interest</b></p> <p>RB and RM both declared an interest in relation to Item 12 (Related Party Transactions). RB as an employee of Exeter College, and RM as an employee of the University of Exeter.</p>	
3.	<p><b>Minutes of Previous meetings</b></p> <p>The minutes of the meeting held on 04.06.20 were approved as a full and accurate record. The actions from the previous meeting were reviewed and marked as complete.</p>	
4.	<p><b>Matters Arising</b></p> <p>None</p>	
<b>For Monitoring</b>		
5.	<p><b>LGB Finance &amp; Resources Minutes</b></p> <p>The LGB minutes that had been received were reviewed with no queries raised. It was noted that the minutes from CEC and Whipton had not been received in time for the meeting so would now be tabled at the next meeting.</p>	
6.	<p><b>Financial Position &amp; KPIs</b></p> <p>SP gave an overview and highlighted key points on the Trust’s financial position. <b>A full record of the discussion is recorded in Part B of the minutes.</b></p>	
7.	<p><b>Capital Programme 2020/21</b></p> <p>CD noted three points additional to the circulated papers. A fully updated Capital Programme would be tabled at the next AFR meeting on 11.11.2020.</p>	

	<p>CD updated that a grant agreement had been secured for an additional £320k to complete the first works of Phase 2 at Cranbrook Education Campus. This would include developing the Children’s Centre and some work to the existing space to make it multi-purpose and to allow the school to increase wraparound provision.</p> <p>CD noted that the £75k left over from the Phase 1 works could be used to contribute towards the project. The tender costs are expected to be around £400k, including the £25k contingency. CD is still awaiting the final details of costings.</p> <p>CD confirmed that she was requesting confirmation from the Committee to award the tender and to start the project. She noted the potential small shortfall but confirmed that DCC have indicated that this could be made available once final costs are known.</p> <p><b>It was agreed to award the tender for the Phase 2 works at Cranbrook Education Campus.</b></p> <p>CD updated that the Trust’s legal retainer, currently in place with PHP Law, was due to end in October 2020. This contract initially went through a full tender exercise. CD confirmed that, given the level of usage required over the coming year, it was proposed to extend the contract for a further 12 months. In addition PHP Law would be dropping their fees by £1,000 per month and CD may be able to negotiate this down further. CD confirmed that PHP Law are doing a good job and requested formal approval to renew the contract for a further 12 months at the reduced cost.</p> <p><b>It was agreed to renew the PHP Law contract at the reduced rate for a further 12 months.</b></p>	
8.	<p><b>Strategic Risk Register / Risk Impact Review</b></p> <p>It was noted that the Strategic Risk Register had last been reviewed in full at the Board Meeting on 01.07.20. Since then there had been only minor updates due to the continuing changes around Covid-19. CD noted that the most recent changes related to the school improvement outcomes which had been tabled for information.</p> <p>RJ noted that, in recent months, Trustees had not heard much about the new Exeter School. CD confirmed that this was Item 15 on the Risk Register. CD updated that there was a reasonable amount of contingency within the project. All of the contingency had been used up, however overall the project was still progressing and the school would be in a position to open, as anticipated, in September 2022. The main risk was related to the delays in the building works in the area surrounding the school and this continues to be monitored.</p> <p>MM noted that, from conversations with DCC, more conservative student numbers are projected for September 2021 and the feeling was that these could be managed within the existing school provision. This was likely to be the same for September 2022 so the new school was now less urgent. It was probable that the opening of the school would be pushed back to September 2023.</p> <p>It was agreed that Covid-19 was currently the Trust’s biggest Risk. MM confirmed that the first Covid-19 case within the Trust had occurred. The process had worked very well and the school had given positive feedback. It was expected there would be more cases and the process would continue to work well going forwards. Quality online provision is being developed behind the scenes and this is a real positive of the contingency plans. The Headteachers are working well together and the shared curriculum is now paying dividends.</p>	

	<p>MM noted that some Heads had mentioned that a rota system would be positive, due to high levels of absence across schools. This will continue to be monitored. The Covid contingency funding will also be very positive.</p> <p>AW queried the resources in place if only a partial year group had to isolate. MM noted that this was the biggest challenge being faced. A rota system was likely to be most effective educationally. The Trust had been piloting live lessons at St Luke’s for students to dial into from home, this had been working well. MM reassured Trustees that robust plans were in place.</p>	
9.	<p><b>Academies Financial Handbook 2020</b></p> <p>The circulated report gave a sector update.</p> <p>Although there were no major changes, Trustees should be aware of the Financial Handbook. SP noted the additional disclosures within the Financial Handbook required by the Trust. Some of these are around Covid-19.</p> <p>SP also advised that there would soon be a requirement for the Trust to publish details of those earning more than £100k on the website. SP confirmed that she is aware of this and would ensure that it happens at the correct time.</p> <p>The External and Internal Audit functions need to be separate. This is not currently the case at All Saints so it is proposed that they join the Trust’s internal audit process. Trust-wide this should be reviewed in the future.</p> <p>SP noted that internal scrutiny was wider than pure financial controls. Trustees should drive this programme and can identify areas to be addressed this year. It needs to be led by the Risk Register and this is the expectation. There needs to be an oversight on the non-financial aspects. AW queried if Trustees could focus on this to get the reassurance required. Internal scrutiny is about the internal assurance framework and how Trustees get internal assurance. An annual report will need to be coordinated and SO is working hard to improve internal reporting.</p> <p>RM noted that the Trust had come a long way on this in recent years and had already moved substantially into non-financial aspects. RM is not unduly concerned that there is an area that has been missed. AW noted that it would be good to have assurance of where the scrutiny was coming from for each aspect. This should be documented so that there is reassurance there are no major gaps. MM also agreed with the need to document everything centrally.</p> <p><b>SP stated that she would welcome feedback on this.</b></p> <p>The summer term audit has not yet been concluded due to Covid-19. However, SP confirmed that the evidence had now been made available to the auditors and the report should be available in the near future.</p> <p>It was noted that the Trust’s Scheme of Delegation was currently set at high levels. Where there is a school in recovery, it would be wise to incorporate lower thresholds.</p>	

	<p><b>RB requested that the Financial Handbook be tabled at the Board Meeting on 21.10.20 to be covered in AW's AFR Update.</b></p> <p>RB also noted the refocus in the Academies Financial Handbook on Members. RB will pick this up the next Members Meeting <b>MF to add to Agenda for 01.12.20.</b></p>	<p><b>MF</b></p> <p><b>MF</b></p>
10.	<p><b>Trustees Annual Report (including Governance)</b></p> <p>SP has noted that the Auditors would like to receive an early version of the Trustees and Governance Report for consideration. Trustees should also be given the opportunity to review this early.</p> <p>SP noted that the Trustees report was very detailed. There is some new coverage around energy efficiency with KPI's to be reported on, an Employee Engagement section and also fostering engagement with those who have business relationships with the Trust. RJ agreed that business community engagement was important as the Trust grows and should be included as much as possible. This will be vital in the future.</p> <p><b>SP will table the final draft of the Trustees Report at the Audit, Finance and Resources Committee on 11.11.20.</b></p> <p>AW also noted that the Trustee report was very large, and queried if the report should be turned into a more user friendly document. Emma Darke's marketing skills could be utilised to produce this.</p> <p>MM agreed that an annual report for parents was very important and confirmed that Emma was due to undertake a large piece of work on this. AW noted that a 6-8 page brochure would be very positive and could be sent out to local businesses etc. This would help to sell the Trust.</p>	<p><b>SP</b></p>
11.	<p><b>ESFA Letters to Trust Accounting Officers</b></p> <p>The letters received from the ESFA in July and August 2020 were noted.</p>	
<b>For Approval</b>		
12.	<p><b>Related Party Transactions</b></p> <p>SP noted that there had been very little change from the previous year with the three related parties.</p> <p>The Trust no longer undertakes any work with the University of Exeter.</p> <p>The Trust's involvement with Exeter College mostly relates to apprentices, who are provided at cost. SP confirmed that there is a statement of assurance in place between the Trust and the College.</p> <p>The Trust's work with Haven Banks is a commissioned service and is always declared.</p> <p><b>The Related Party Transactions were fully considered by the Trustees and noted.</b></p>	

13.	<p><b>Policies</b></p> <p>The Policy Update Schedule was reviewed and all policy changes were Approved.</p> <p>Related Party Policy (minimal changes) – <b>Approved</b></p> <p>Safe Operating during Covid (new Policy) – <b>Approved</b>. RB queried if this linked in to the Covid Plan and recorded how positive the Plan was and thanked CD’s team for their hard work.</p> <p>Complaints Policy – CD noted an additional point around the timeframes within the policy. It does not currently explicitly mention term time or non-term time. In the model policy it suggests that complaints received outside of term time can be deemed as being received on the first day of the subsequent term. CD asked for this additional amendment to be incorporated. <b>The changes to the Complaints Policy were Approved with the addition of the extra amendments related to timeframes.</b></p> <p>AW noted that PHP law are able to deliver Complaints Training and that this could be utilised in the future. It was noted that complaints are a difficult area for LGBs.</p> <p>LGPS Discretion Policy (date change only) – <b>Approved</b></p> <p>Due Diligence for New Schools Policy (minor update to checklist) – <b>Approved</b></p> <p>Records Management Policy - RB queried if this fitted into the GDPR policy or if it was encompassed. CD confirmed that there is a separate GDPR policy that sits alongside. This policy focusses solely on Records Management. CD confirmed that there were no inconsistencies between the two policies. <b>Approved</b></p> <p>Sex &amp; Relationships Policy (minor changes) – <b>Approved</b></p> <p>HR Code of Conduct Policy, tabled for information only following changes to reflect suggestions from the Trust Safeguarding Audit. MM confirmed that the Trust Safeguarding Audit did not raise any major issues and that Safeguarding practices across the Trust were good. – <b>Approved</b></p>	MF
<b>For Information</b>		
14.	<p><b>Growth / Management Agreements</b></p> <p>It was noted that there had not been a Growth Working Group meeting since the last AFR Committee. However, a brief overview of the current situation was given. <b>A full record of the discussion is recorded in Part B of the Minutes.</b></p>	
15.	<p><b>PFI Update</b></p> <p>AW updated that there had not been a PFI working group since July 2020 and that there had been a pause over the summer holidays. CD provided an update on the current position. <b>A full record of the discussion is recorded in Part B of the Minutes.</b></p>	
<b>Any Other Business and Next Meeting Date</b>		
	None Raised.	

<p><b>Date of next meeting:</b> Wednesday 11 November 2020, 5.00pm, Microsoft Teams (virtual)</p>	
---	--

<p>The meeting closed at 6.45pm</p>	
-------------------------------------	--

**Signed by the Chair of the Committee:**

*A P Walsley*

**Date: 11.11.20**