

The meeting was conducted online using MS Teams due to the Covid pandemic

Present: Dominic Course - Chair
Sarah Cox (SC)

In attendance: Nicky Dunford – Chief Executive Officer (CEO)
Matt Matthew – Deputy Chief Executive Officer (DCEO)
Liam Dingle of Griffin Accountancy (LD)
Elaine Clarke – Clerk

Welcome: The Chair welcomed the trustees and Liam Dingle to the meeting.

Apologies: Jason Hayward-Jones - sanctioned

Declaration of Business Interests: The CEO and Dominic Course are trustees of South Dartmoor Multi Academy Trust. The CEO is a trustee of the Bearnas Education Foundation. Dominic Course is Chair of Governors at South Dartmoor Community College and a director of DACORS Ltd. Sarah Cox is a shareholder of S Cox & Co Ltd and Naked Sprout, a trustee of The Fryer Welfare Trust and The Fryer Recreational Trust, and a trustee of Drake's School PTFA.

1. **Griffin Accountancy – Internal Auditor**

The Committee agreed to go into Part 2. The CEO and DCEO left the meeting.
The Committee agreed to return to Part 1. The CEO and DCEO returned to the meeting.

LD reported that he had dealt with the DCEO throughout the internal audit process which had worked well – the DCEO had been very cooperative and responsive in terms of getting information to LD. He explained that the recent audit had covered governance and the next visits would cover items identified through the Risk Register as follows, however this could be flexible and responsive to any risks that might occur in the meantime:

- **February 2022** – staff contingency planning, recruitment processes, budget monitoring and forecasting, pupil number data
- **June 2022** – due diligence procedures, monitoring fixed assets

LD was able to recommend other entities to work with the Trust regarding areas of internal audit not covered by Griffin. For example 'Securious' a cyber-security advisory firm able to provide an audit report that could be pulled into a Griffin internal audit report. LD will send the contact details for Securious services and prices to the DCEO. He will also send the Chair a link to a best practice guide for an audit/ management committee.

The Chair asked LD whether there were any statutory areas that LD felt should be covered on an annual or bi-annual basis. LD replied that this varied based on the Trust however it was good practice to cover areas of governance and regularity - as just audited in the Autumn term, due to ongoing updates in the Academies Financial Handbook. He cited the example of changes to publishing details of employees' salaries of over 100k on the website.

LD then presented and talked through slides of the recent internal audit report on screen. The update on previous findings showed all items were now either minor or resolved. Regarding work completed this visit the majority of items had no issues to note or could not be reported on, having not yet occurred this year. However the following items were highlighted as requiring action – recommendations and responses from the Trust are also listed:

- **Get Information About Schools (GIAS)** Provision of information on the GIAS website regarding the roles of the Chair and the CEO was incorrect and a review was recommended. The DCEO confirmed this has now been corrected.
- **Higher paid staff disclosure** Information could not be found on the Trust website with details of staff receiving a salary of greater than £100k. It was recommended that this should be made available on the website and this has been updated by the DCEO.
- **Scheme of Delegation (SoD)** was not recorded in the minutes as being reviewed within the last year – last approved in October 2020. It was recommended that the SoD should be reviewed at least annually and when there had been a change in trust management or structure, and therefore should be reviewed as soon as possible. The DCEO advised that the SoD had been reviewed this year however it had not been published because an external consultant is currently reviewing the Trust's financial procedures including the SoD with a view to reporting to the Board by the end of term.
- **Dear Accounting Officer letter** It was noted that the minutes did not evidence discussion of the last letter received in July 2021. It was recommended that discussion of the letter was minuted. The DCEO confirmed that the letter had been discussed at the F&GP Committee and the Full Board but not minuted, and advised that a new clerk to the Trust had been appointed.

The Committee went on to discuss how the choice of items for internal audit were made. SC asked why items from the risk register were not covered. LD explained that when auditing governance and regularity this was based on the Academies Financial Handbook and what must be complied with, however other areas can be covered at the trustees' request. The DCEO advised that a proposed programme of audit items had been emailed to the Committee in the Autumn however this could be added to if required. DC requested that LD email him with the outline of the next audit coming up in February for the committee to review as there may be more appropriate items to consider for example areas that Ofsted may now be looking at.

SC asked – based on item 10 of the work completed in the audit report - whether future planning was audited. LD advised this did not have to be audited but a skills audit could be added to the Trust's cycle of business if required. The Committee discussed the current arrangements for trustees' skills audits; the CEO advised that the trustees discussed the skills needs frequently at meetings and that this was minuted, for example looking at gaps in skills when a trustee left and discussing with a recruitment agency the skills required of prospective candidates in the recent recruitment of new trustees. The CEO acknowledged this was done informally at the moment and the Committee agreed a more formal, documented approach might be the best way of evidencing that the Board had considered skills they required. The CEO suggested that the Board do a piece of work to pull together the skills of the existing Board, what was required going forward, and also the performance of the trustees in using their skills.

Action CEO / Trustees

The Chair thanked LD for attending and LD left the meeting at this point.

2. Minutes of the previous meeting

The minutes of 01 December 2021 were agreed as a true and accurate record.

3. Matters Arising

3.1 Item 3.1- 6.2 Risk Register

- DCEO and DC reported they have had an online meeting/demonstration with Every. DC described the software package and how it could be used by individual schools to feed into a Trustwide risk register. DCEO advised that the price appears high at £333.44 per school ie £5668.48 annually for the seventeen sites with a commitment to an initial three year contract. This cost is higher than the compliance tool already purchased. He has asked Every if there would be any movement on the price but to

date has not heard back from either of two people at the company he has spoken to. The Committee discussed the pros and cons of purchasing the software. The Chair queried whether this would be an extra administrative burden on schools and if it would be updated regularly. The DCEO felt that schools are not producing their risk registers well and the CEO thought it may act as a catalyst for schools to review their risk registers more regularly. The CEO felt it was worth paying for if it meant that all risks were properly covered resulting in reduced risk to reputation. Trustees agreed it would be preferable to have a system in place to prompt people to consider risks. Taking account of the high cost the trustees agreed that the DCEO go back to Every to attempt to negotiate a better deal. **Action DCEO**

-The Chair reported that the compliance matrix has been received. The DCEO explained that the red areas highlighted mostly from Morchard Bishop were a result of the school waiting for reports from contractors coming in so they can be signed off on the matrix. The Chair asked why some fire drills had been highlighted as not complete. The CEO agreed to bring this up at the next AH meeting. **Action CEO**
Also noted was an AH tree safety management training outstanding. The DCEO explained the AH was waiting to get onto a course. The Chair concluded this was a very useful report and could see the potential advantages of a similar system set up around risk registers.

3.2 **Item 4. Governance**

- To note that Audit Committee Terms of Reference have been amended by Clerk and subsequently approved by the Full Board.

- Re due diligence checks the DCEO reported he has used the Microsoft Planner app to create a due diligence checklist template to assign to new schools. He explained the template could be used to list assign, monitor and evidence tasks completed. Currently there are one hundred and twenty two tasks to complete. He advised that he would add trustees to this so they can monitor/evidence progress. DCEO to provide the Committee an example of the prior format checklist carried out for Morchard Bishop – the new format will be more detailed. **Action DCEO**

The CEO advised that due diligence checks around Wolborough would be complex due to the set-up of a number different land owners and leases relating to the school.

- The DCEO reported that in addition to Securious (see Item 1.) he has details of another company used by An Daras MAT to approach regarding a data protection/cyber security audit. He will carry out a comparison for the Committee to consider. **Action DCEO**

3.3 **Item 6.1 External Audit**

– It was noted by the Committee that consultation over areas of internal audit would be carried out via email.

3.4 **Item 6.2 Benchmarking**

The Chair reported that the Committee have not yet looked at benchmarking. The Chair spoke with Ben Thorne, who has been approached as becoming a trustee, at the Trustees' Day with a view to liaising with him about benchmarking.

3.5 **Item 7. Health and Safety**

-The CEO reported that some of the completed safeguarding audits have been sent on to the Chair, with more coming up. The CEO will send the audits to the Chair as they come through to her, from now on. **Action CEO**

-To note that DPO and H&S reports have been provided to the Committee.

- Regarding access to OSHENS the DCEO reported it was not possible to provide individual logins to OSHENS. CEO advised that the Committee may be able to view OSHENS through a school login if required.

3.6 **Item 8. Risk Register**

The Chair and SC reported that they had started to carry out an audit of school websites for Ofsted compliance. This immediately flagged up issues with templates for various statutory reports being out of date on some of the sites, including the Pupil Premium Report template and the Sports Premium Report template. The CEO will refer this on to Becky Humphreys and Matt Tanner to check the correct templates are being used, completed correctly and up to date. **Action CEO**

SC queried whether as trustees they should be completing the audit themselves and repeating work that Sue Howard had already done. The Committee agreed to request the website audit reports produced monthly by Sue Howard and check that remedial actions had been carried out from a sample of the websites. The Committee also agreed to request an annual website compliance report from Sue Howard. **Action Clerk**

3.7 **Item 10. Safeguarding**

To note safeguarding concerns were taken to, and discussed at, the Full Board meeting of 06 December 2021 where action was agreed.

The CEO advised that she had written to an MP, to Phil Norrey and to senior leaders in Children's Services regarding the safeguarding concern, having first liaised with Paul Waterhouse over the most effective wording of the letter. She has received a flurry of responses; the MP sent his safeguarding officer to talk to the Trust in detail, Phil Norrey sent a response and had obviously reviewed the case, and the CEO has since worked with Melissa Caslake the Chief Officer for Children's Services. The CEO is not convinced that a sufficient response has been made to the concern but believes the Trust has flagged up the issue strongly enough to not be held to account should there be further issues, and a social worker is now linked to the case.

The CEO also reported that several pupils at Trust schools, were either in, or going into child protection. She advised that this was difficult for the AHs concerned who were spending large proportions of their time dealing with the issues.

3.8 **Item 12. Future Meetings**

– To note that the internal audit report from Griffin Accountancy has been received and that a Griffin Accountancy representative was invited to attend this meeting.
- The Chair reported that safeguarding, data protection and health and safety reports are now being received

4. **Internal Audit**

- 4.1 Considered under Item 1.
- 4.2 Considered under Items 1.and 3.2

5. **External Audit**

- 5.1 DCEO advised that the program for 2021-22 would be a standard programme ie to starting to talking with the auditor in July / August and working through the process of 'year end' in preparation for audit before the end of the Autumn term.
- 5.2 Considered under Item 3.4

6. **Governance**

The CEO reported that following the Togetherness Day Cheryl Mathieson, SC and she were planning to carry out an evaluation survey and subsequently set up some working party

training. The CEO is also intending to use TCAF money to buy in a series of two hour online training sessions on governance. Work is being done on whether this is to be either for the Trust as a whole – or for particular people only – due to cost. The Chair noted that governance was a priority topic for Ofsted at present.

The Chair went on to ask whether the Board would need to appoint a new trustee with responsibility for safeguarding now that Jane Collings has resigned. The CEO advised that they would but that she could stand in in the interim as she is trained to the appropriate level. The Clerk advised that the Safeguarding Policy is up for review at the next Standards and Curriculum meeting, then to subsequently go forward to the next Full Board so the matter of making a new appointment would be considered then.

7. Health and Safety

Considered under Item 3.5

8. Risk Register

8.1 The Chair noted there were no sections to be reviewed for this meeting however there are some queries around whether the review dating is being carried out correctly. The Chair and CEO agreed to discuss and clarify this before the next meeting.

Action Chair / CEO

8.2 Considered under Item 3.1

8.3 Considered under Item 3.6

9. Data Protection

DCEO reported that there are no issues to raise and advised that the DPO is continuing to go into individual schools to monitor data protection issues.

10. Safeguarding

Considered under Item 3.7

11. Policies

11.1 Risk Management Policy

The Chair and SC deemed this fit for purpose at the moment although this may change if Every software is purchased to use in future. To recommend to the Full Board for approval.

Action Clerk

11.2 School Business Continuity Plans

The Chair advised that an example plan had been provided in the meeting documents. The Clerk reported that Claire Slee the Health and Safety officer has advised that all the schools' plans are up to date and that this is recorded on the Every Health and Safety compliance matrix.

12. Academies Financial Handbook

The Chair and DCEO felt that the main changes in the 2021 Academies Financial Handbook have been covered but flagged up that an external governance review was recommended. The CEO suggested TCAF money could be used to do this which was agreed by the DCEO. The trustees discussed who would be best placed to carry out the audit and what it would involve. The CEO advised that in the past a review had been commissioned from the current external auditor at a cost and felt that the trustees could compile their own just as well, starting with a survey of the trustees' strengths and skills, using Survey Monkey for example. The Chair advised that Ofsted are targeting governance at the moment and may ask for documented evidence of skills for example a folder evidencing the effectiveness of governance. The CEO also advised that there is a tool for self-assessment of governance that could be used and felt that buying in an expensive audit may be unnecessary. The Chair felt that if inspected tomorrow the Trust would be able to point to recent trustee appointments as evidence of identifying skills needs.

Action CEO

The Chair then went on to raise several items from the Academies Handbook to check were in place ie the Scheme of Delegation and the requirement to publish staff salaries over £100k both of which were discussed under Item 1. Cyber-crime was also highlighted and the

Committee agreed that this had been fully considered earlier in the meeting and that plans were in place to look at this.

13. Dates of future meetings
11 May 2022

Meeting ended at 19.06