

**Minutes of Audit Committee of the**

**TBAP Trust held at The Bridge**

**AP Academy on Tuesday 8<sup>th</sup> March 2016**

**PRESENT:** Ms Alexia Fetherstonhaugh (Chair); Ms Sue Coleby, Mr Philip Rham and Ms Kellie Thomas

**In attendance:** Mr Nathan Crawley-Lyons, Head of Business Development and Operations

Ms Deepa Martin, Finance Consultant

Ms Sarah Cooper, clerk

**1. APOLOGIES FOR ABSENCE**

1.1 Mr Seamus Oates sent apologies.

**2. PECUNIARY AND CONFLICT OF INTEREST DECLARATION**

There were none

**3. MINUTES OF THE MEETING HELD ON THE 22ND SEPTEMBER 2015.**

The minutes of the meeting held on the 24<sup>th</sup> November 2015 were agreed as an accurate record of the meeting.

Quorum for the meeting to be checked.

Action: SC

**4. MATTERS ARISING NOT COVERED ON THE AGENDA**

**4.1 Sub Committee Membership**

Mr Nathan Crawley-Lyons reported that Ms Nia Saunders had volunteered to join the Committee. Ms Saunders can attend the Audit Committee but cannot become a member of the Committee, as she is an employee. Ms Alexia Fetherstonhaugh reported that the Committee would continue to look to recruit a new member.

**4.2 Journal List**

Ms Deepa Martin reported that a new journal list has not been processed, this will be completed before the Easter break. There is a process already in place where the journals are checked by Ms Deepa Martin and Mr Nathan Crawley-Lyons.

**Action: AGENDA ITEM NEXT MEETING**

**4.3 SORP**

There are changes which will affect closing of the current academic year. The main changes are to the Governors Report. We are also being required to increase our Reserves statement to a

Policy. There are also changes in reporting risk management, we will be required to compile a summary of how we will address risk. This committee already has the Strategic Policy Control Document in place which is reviewed at every meeting. There is a section on Income Recognition which will allow us to include any pledges or legacies where we have not yet received the money in our accounts. We have not received any further information, as soon as the Accounts Directive is circulated the Auditors will make us aware of the necessary changes.

**Action: AGENDA ITEM NEXT MEETING**

#### **4.4 Risk Register**

Mr Nathan Crawley-Lyons reported that there have been issues with the Risk Register. We are in the process of changing the Executive structure. The Heads of School have previously used the Risk Register for individual learners, this is not useful when we are using the register to strategic plan. The Risk Register may be more useful if it sat with the Executive Team. The SPCD has moved on since the Committee members have an overview of it and review regularly. Ms Alexia Fetherstonhaugh asked what the escalation times were for risks reported, Mr Nathan Crawley-Lyons reported that there were no issues with the escalation time, the issues were collation and being alerted to any themes. It was AGREED that the Audit Committee would review this again after the new Executive Team is in place from June.

**Action: AGENDA ITEM OCTOBER 2016**

### **5. RESPONSIBLE OFFICER REPORT**

Mr Nathan Crawley-Lyons reported that work continues on the organisational structure with the new HR system. The system has self-service elements where staff can update their own details. Work is currently being done on cleaning the data, we would like to complete an End of Year report with BT. The HR team had spent a great deal of time correcting mistakes on the pay roll data. Mr Philip Rham asked about the contract with BT and what was being done to hold them to account for mistakes. Mr Nathan Crawley-Lyons reported that the TBAP{ would not be paying for the service which has been provided due to the poor quality.

We have received the VAT payments for January, the claim for February has been submitted. We will also be recruiting for a Finance Manager.

### **6. STRATEGIC POLICY CONTROL DOCUMENT AND RISK REGISTER**

The SPCD was updated.

- **A2 Board lacks relevant skills to oversee the Trust**

The Board does require new members to fill current vacancies. It was AGREED that Mr Nathan Crawley-Lyons would discuss this with Mr Seamus Oates.

- **A4 Trust undertakes activities outside its objectives.**

Mr Nathan Crawley-Lyons reported that whenever new work is taken on by the Trust consideration is taken regarding the object of the Trust. Mr Nathan Crawley-Lyons reported that all requests are discussed with the Chair. The Committee discussed communication with the Board. Mr Nathan Crawley-Lyons reported that Mr Seamus Oates was doing a piece of work on internal and external communication. The Committee have not discussed the decision making process and acknowledge that many decisions are time sensitive. The Board are there to support and share the burden. There should be a communication strategy, when issues arise the Board should be informed. The Committee discussed the strategic decision making process and the extent that the Directors need to sign off on any decisions, the committee members agreed that concepts needed to be considered before decisions are made. The Committee felt that the Board should discuss new strategies, it would be useful to have an impact if there was a new direction that the Trust was undertaking. We should explore the concept of first of type as a Board there should be a process in place to discuss this.

**Action: Strategic Communication / Dialogue Policy** to be discussed

- **A4 and A6 Reporting to trustees is inaccurate, late or irrelevant**  
The wording to be updated to include an extra level of overview  
**Action: NCL**
- **D1 Child Protection Issues**  
Safeguarding inspection in Cambridge went well. The controls are working and we have added radicalisation to the policy.
- **D4 Violent Intruder gains access to the school**  
Control measures are in place.
- **D7 Trust enters into a commercial contract with onerous terms and conditions**  
This is a Finance Committee issue the date should be changed to March 2016 or earlier if triggered by an event that makes this relevant
- **D9 Trust becomes too dependent on one supplier**  
There is a piece of work looking at contracts.
- **D10 Physical control over Trust assets is inadequate**  
This is further strengthened by new finance systems.
- **D11 Employment issues arise**  
This will be reviewed when the new finance and pay roll system is in place.
- **D19 Trust policies and systems inadequately documented and communicated**  
The Board requested more oversight of the policies. The Extended SLT are currently reviewing policies which will come back to the Board for ratification.
- **E1 Poor internal controls and segregation of duties**  
The responsible officer and the auditor's report back
- **F3 Copyright / License**  
We have agreed to write a Copyright Policy.

## 7. ANY CONFIDENTIAL MATTERS

There were no confidential matters.

## 8. ANY OTHER BUSINESS

There were no other matters.

## 9. DATE OF THE NEXT MEETING

The date of the next meeting will be 7<sup>th</sup> June 2015 at 5pm

Signed..... Date .....2015

Chair of Committee

## Action Log

- 3. The Quorum for the meeting will be checked: **Action: SC**
  
- 4.1 Update on the status of the Directors and the numbers required for a quorum. The Audit Committee require additional members, attendees can join the meeting remotely. **Action: NCL**
  
- 4.2 The Journal List will be an AGENDA ITEM next meeting. **Action: SC**
  
- 4.3 SORP – AGENDA ITEM next meeting. **Action: SC**
  
- 4.4 Risk Register – AGENDA ITEM October. **Action: SC**
  
- 6 The Board does require new members to fill current vacancies. It was AGREED that Mr Nathan Crawley-Lyons would discuss this with Mr Seamus Oates.. **Action: NCL and SO**
  
- 6 Strategic Communication / Dialogue Policy to be discussed. **Action: AGENDA ITEM**
  
- 6 **A4 and A6 Reporting to trustees is inaccurate, late or irrelevant** The wording to be updated to include an extra level of over view. **Action: NCL**