



Present:	Tracy Penfold (Chair)	-	Trustee
	Phil Grundy	-	Principal
	Alan Benton	-	Member and Trustee
	Sophie Boyack	-	Trustee
	Claudine Crossley	-	Trustee
	Dave Brown	-	Trustee
	Christina Proffitt	-	Trustee
	Ginette Hogan	-	Trustee
	Richard Palmer	-	Trustee
	Mike Bunyan	-	Member
	Richard Hutchinson	-	Member
	Steve Riches	-	Member

Also in attendance: Tom Capewell and Nick Hyde (Deputy Principals)
Tim Morris (Company Secretary/Secretary to the Board)
Summaya Aziz (Chief Finance Officer)
Sue Gill (Clerk to the Trustees)
Subarna Banerjee (Auditor – UHY)
Abi Agidee (Interim School Business Manager)
Lara Anifowose (Auditor – UHY)

The meeting started at 4.33pm.

There was no action summary

PART ONE

1. WELCOME AND APOLOGIES FOR ABSENCE

- 1.1 The Chair welcomed everyone to the meeting, in particular Subarna Banerjee and Lara Anifowose (UHY) and Abi Agidee Interim School Business Manager
- 1.2 Apologies for absence were received and accepted from Andy Sikora, Steve Carter and Paul Philip.
- 1.3 The meeting was quorate with three Members present..

2. DECLARATION OF INTEREST

- 2.1 Members and Trustees had nothing to declare in any of the agenda items.
- 2.2 Standing declarations:
 - Tracy Penfold - Chair of Governors – Edinburgh Primary School and governor on Opossum Federation
 - Claudine Crossley - Churchfields Infants School

3. UHY PRESENTATION TO TRUSTEES

- 3.1 Audited accounts 20/21
- 3.1.1 Subarna Banerjee was in attendance at the meeting to present the audited accounts 20/21 and respond to any questions.

- 3.1.2 He advised that the audit was completed, it will be signed off once Trustees signed the financial statement on page one. The forecasts were reviewed for this financial year and up to three years. He was happy to agree their status.
- 3.1.3 The following points were highlighted:
- Page 13 – Risk areas. The first point general annual grants matched income. The statements were agreed and in terms of income, this was accurately recorded.
 - Page 15 – pension scheme – had increased from £3.96 million to £4.336 million assets have gone up by £7k. Liabilities had increased by 4k. The reason for that included the increased net pension deficit.
 - Page 16 – regularly spend money given in according to wishes of central government, it was agreed that this has been done.

3.2 Management letter points

- 3.2.1 Page 20 – most issues were resolved; some minor ones were on pages 21 and 22. The new management letter (page 24) raised three areas. The audit was due at the end of September and needed to be submitted soon. The Business Continuity Plan had a slight amendment of August 2021. Page 25 – there was inconsistency in the Covid balances.

Lara Anifowose (Audit Manager) was introduced. Questions were invited.

Q: What was EOYC?

A: This was the End of Year Certificate. It confirmed the amounts paid over to the pension scheme.

Lara Anifowose and Summaya Aziz will be working to resolve some of the inconsistencies. Trustees and Members noted that one of the outstanding questions was the recurring query about the pension scheme, hopefully Lara Anifowose will have the information soon.

- 3.2.2 Attention was drawn to the financial statements on pages 25 and 27. There was an income increase mainly due to the increase of students on roll and the amounts received from the DfE. More was spent on education operations from £10.4 to £10.6 million (page 25). Page 27 highlighted the Asset Management sheet with details on the fixed asset buildings (£16.5 million), cash funds (£1.7 million) and pension liability (£1.7 million). The final version will be issued to be signed in a few days. If there were any changes, Trustees and Members were to let Summaya Aziz know.
- 3.2.3 The Chair informed the meeting that the document will be finalised and could be signed off, subject to the Trust Board approval. Questions raised before the meeting had been responded to.

Summaya Aziz and Lara Anifowose were thanked for attending the meeting.

4. TRUSTEES TO PRESENT THE ANNUAL GOVERNANCE STATEMENT AND TRUSTEE REPORT

- 4.1 There was continued disruption caused by the Covid lockdown, with the school closed and only open to vulnerable students. The cancellation of formal examinations replaced by TAGS.
- 4.2 In terms of audit summary report (Juniper Report), it gave a summary of the three visits over 2020-2021 and highlighted the findings/priorities. That report will also go to the EFSA and was discussed in detail at the Resources Committee meetings over

the course of the year and reviewed by the Audit and Risk Committee. Dave Brown reported that of all the eight recommended action points, the school had dealt with all but one.

5. APPROVAL OF AUDITED ACCOUNTS 20/21

Trustees and Members formally approved the audited accounts of 2020/2021 for submission to the ESFA and Companies House.

PART TWO OF THE MEETING START AT 4.50PM

6. MINUTES OF THE PREVIOUS AGM MEETING – 12th JANUARY 2021

6.1 Members and Trustees received the minutes of the AGM meeting held on 12 January 2021 and agreed these for content and accuracy. The Chair of Trustees signed a copy of the minutes and these will be retained by the school for filing.

6.2 Matter arising:

5.2	Peter Cates' memorial – his widow and family were aware that the cherry tree had been planted and the plaque installed but had not yet visited the school due to the Covid restrictions. The tree had been planted near the Sixth Form side of the school site.
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7. ANNUAL REPORT FROM THE AUDIT AND RISK COMMITTEE (ATH clause 4.16 and 4.17)

7.1 Dave Brown reported that the auditors were appointed on a fixed term basis in August 2019. The process to retender would be restarted in January 2022. The resignation of Summaya Aziz was discussed and the performance of UHY. UHY would be invited to tender. Nicky Whitehead (former Trustee) had agreed to assist in the tendering process. The tender will be for a fixed term of three years.

7.2 There were serious concerns about the quality of the current auditors' performance, this will be closely monitored throughout the year. Trustees and Members formally approved the recommendations on the reappointment of the external auditor and retendering the external audit/annual accounts contract.

Q1: Who were the recommendations to and what were the likely timescales of the first step?

A1: A programme will be created on the next steps. It was preferable to take it away from the school as there was no permanent SBM and Summaya Aziz was leaving. A conversation had been held with Nicky Whitehead, who confirmed that correspondence re. the tendering could be used. The main concern now was who to go to and who will provide prices.

7.3 The Principal stated that at the time of writing the report, it was unknown what Summaya Aziz' handover role was going to be. This had not yet been discussed with Abi. The critical point was that the work must start.

Q1: When will someone have to be appointed to Summaya Aziz' post?

A1: By April 2022. There was not a documented timeline.

Q2: Who will be taking responsibility for the appointment?

A2: Members of the Audit and Risk Committee.

7.4 Abi informed the meeting that she had created the draft timelines and could do an outline during the first week of January 2022. She will ensure that all was tender would be received in time. It was agreed to remain with the current auditors.

8. AOB notified before the meeting

There was nothing to note.

9. DATE OF NEXT MEETING

The next meeting will be held on Thursday 8 December 2022 at 4.30pm in the School Hall.

10. ANY OTHER BUSINESS

10.1 Building Programme

10.1.1 Q: What was the latest information about the potential school building programme?

A: This was included in the written report.

10.1.2 Richard Palmer was leading on this and the status would be drawn by the conditions survey. As all were aware, work was to be done to the west and east wing (north block linked to the Sixth Form, including the Youth Centre). Re. the Youth Centre, there were plans with the DfE on potential builds, but there was a need to know from the local authority who owned the building.

10.1.3 The feasibility programme of the new block will go out to tender for four to six weeks. It would need to be worked out how many students the school could accommodate. The initial sharing of information should be proactive. As a standalone academy, it was thought that down the line, the school could be told to join a multi academy trust, as a way of cutting operating and building costs.

10.1.4 It was noted that work on the west wing will cost approximately £40,000 (fire escape). If the building works was to be changed, work on this area would be made good until the school could spend in a more informed way.

10.1.5 Summaya Aziz thanked Abi Agidee for her input to the meeting. Steve Riches thanked Trustees and the executive leadership for the academic results in time of the Covid crisis.

The meeting closed at 5.30pm

Chair: (print)

..... (sign)

Date: