Audit & Risk Committee Meeting
Focus: Audit & Risk
Monday 7th March 2022 at 17:00 – 19:30
Via MS Teams

Directors present		
Sue Shelley	Nexus MAT Director – Chair	SS
Steve Booth	Nexus MAT Director	SB
Naveen Judah	Nexus MAT Director	NJ
Rachel Potts	Nexus MAT Director	RP
Also present		
Warren Carratt	Nexus MAT CEO	CEO
Joel Hardwick	Nexus MAT Assistant CEO – Strategy & Partnerships	JH
Cath Sands	Nexus MAT CFO	CS
Barry-John Simmons	Nexus MAT Clerk	Clerk
Apologies:		
James Kelly	Advisor to Committee	JK
Ray Palmer	Nexus MAT Director	RPa
No Apologies:		

1. WELCOME & APOLOGIES FOR ABSENCE	
1.1. To receive apologies for absence The Chair passed on RPa apologies. CEO joined the meeting at 17:05 and apologised for being late. None.	
1.2. To accept apologies for absence Apologies were accepted for JK and RPa.	
2. ITEMS OF URGENT BUSINESS	
2.1. Chair to determine any items of urgent business to be considered CS asked for the following item to be raised: ▪ Payment Practice Report 2.1.1. None.	
3. DECLARATION OF INTERESTS	
3.1. Individual Directors to declare any personal, business or other governance interests on any item on the agenda NJ declared that he is a Non-Exec of another organisation where Foster Boyd and BHP are the auditors. SS confirmed with NJ that he had not been involved in their appointment at Nexus, so this will be noted in the minutes but wasn't seen as a conflict of interest.	
4. AUDIT & RISK COMMITTEE MEETING MINUTES	
4.1. To approve the minutes of the following meeting: The minutes of the Audit & Risk Committee Meeting held on 7th February 2022 were received and the following amendments agreed: SS requested a change from HQ to Teams on Page 5. Clerk to update the record. **ACTION**	**Clerk 11/7/22**
4.2. Review of Action Tracker The outstanding actions on the tracker were reviewed and updated.	
4.3. Matters arising from the minutes None.	
5. ITEMS TO BE CONSIDERED	
5.1. Trust Risk Register CEO explained what had been added into the report and was not proposing any change of grading within the document. The CEO worked through each change individually with the committee and highlighted how the main risks linked to COVID and the	

Supplementary Schools Grant position with Doncaster and Rotherham Councils, which Directors were briefed on in detail at the last Board meeting. SS Commented on how she found the report very encouraging and easy to follow. SB asked how the Trust measure how pupil premium is being used at schools and not misused? CEO clarified that every local governing body (LGB) received a pupil premium plan for scrutiny and challenge, at least 3 times a year, and that the external auditors would examine that it is not used inappropriately during the annual audit. CEO also mentioned that the Trust executive are looking at newly proposed school review systems as another layer of quality assurance. SS asked if the committee could have it reported on annually? CS confirmed this is covered and reported on in the annual accounts. RP wanted to know what the plans are to get moderation back up and running and who moderates who? The CEO reassured the committee that this is covered moreover at Standards Committee, though went on to explain moderation was centred around target setting for pupils across the curriculum within schools, and outlined the Trust approach. RP commented on how thorough the register was. All updates were accepted in full by the Committee.	
5.2. High Level 12-month delivery plan CS gave an overview of progress as at February 2020 and detailed how the internal audit by BHP was done virtually with a focus on purchasing and that she was awaiting results. CS also covered what needed completing in March in terms of pay gap, high needs funding return and the payment practices report – all to be looked at later in the meeting. SS complimented CS on her efficiency. No further questions were required.	
5.3. Record of Accounting Officer financial decisions CS confirmed the mistake in the record and that DMBC and not Emma Heyes was due the 27k and this will be amended and added to governor hub via clerks **ACTION** SB questioned if the cost was allowed for in budget or extra to the budget? CEO advised it was in budget and explained how funding had been allocated for each item. The CEO explained that the Stone King solicitors is a new cost and how this would be covered via the in-year surplus. SS Enquired what part of Whirlow Farm the Trust/Becton rent? JH confirmed at present they rent one room there.	**CS 11/7/22**

CEO reminded Directors this was not required by statutory guidance, and record is intended to be a transparent way of showing what is spent and what the CEO approves during the year. The Committee welcomed this report and accepted it without further questions.	
5.4. Asset Strategy – Implementation Plan Update Report JH Gave an overview of the headlines produced from DMBC after the full condition survey of all sites. JH highlighted how this gave comprehensive recommendations to help with what to prioritise at each site. JH discussed the 3 major projects recommended being: ▪ the roof at Heatherwood and; ▪ kitchen extractors at Hilltop & Kelford. JH went on to discuss how the survey identified small projects under 25k for schools to follow up. JH confirmed the Trust will be provided with quotes from DMBC for the larger scale works, and how investment and long-term leases were continuing to be discussed with Local Authorities. JH gave assurance that the needs identified should be manageable in terms of costs. JH then mentioned the ICT drive with Nathan Bingham pushing this forward in the summer term. JH confirmed he had a site visit planned for Thursday 10 March to the new school site in Barnsley after which he should have more visibility of what is required. JH also gave an overview of Becton post 16 project and how the school is looking at extra classrooms at Whirlow Farm, to access other areas there to help the post 16 offering. JH continued by updating on how Abbey had quotes in place for the Post 16 Pod/classroom and that it looks feasible to deliver from existing re-purposed building units, though there was a risk with timescale being tight to be in place by September. SS asked if the sites could be shown on a map to help understanding? The CEO screen shared a map that was available giving visibility of all the Nexus sites. This is part of the Trust Workforce Engagement Statement. RP Asked for clarification on the process for board approval when opening the independent school. The CEO confirmed that this was approved in 2020/21 by the Board with pre-opening deferred to 2021-22 due to the delay in securing a site on a peppercorn lease, which BMBC have now offered. Therefore, all Board decision making was in place. The CEO asked Directors if they agreed. All Directors agreed with this, and RP thanked the CEO for his reminder.	
5.5. Competent Person Update Report JH confirmed that the reporting was from ProActive with involvement from Emma Heyes and that the portal covers accidents on site. JH stated the report was on the whole positive with the exception of Becton, which they are aware of along with the	

reasons why. JH is confident the reporting should improve due to the new site supervisor in place. SS asked about outstanding actions from the previous audit and what the reason was why they were not completed? JH advised that the Trusts conversations with ProActive (Ian Clayton) is a yardstick of progress of outstanding actions and that his schedule of reviews will assess these. Ian Clayton will let JH know if there is little traction from schools on any aspect, and EH also monitors progress throughout the year. SB asked what are near misses? JH confirmed this was when staff noted something that could have been an accident, that didn't turn into an actual accident. SB Mentioned that on page 2 The Bridge is mentioned, but questioned why it was not mentioned again further on in the report. JH will pick this up with Emma so The Bridge is included on the list. **ACTION** SS Asked if Fire safety was a significant risk on Becton site, in reference to the information on page 12? JH will get update from Ian Clayton regarding how much of a priority it should be seen as. SS Asked if the committee can get an update before Easter? JH will circulate by email the response from Ian. **ACTION** SS Complimented JH on the thorough report.	**JH 11/07/22** **JH 11/07/22**
5.6. Gender Pay Gap Report 2020/21 CS provided an update on how the gender pay gap was very similar to previous years with a slight increase in female staff increasing the pat gap. CS also mentioned how Becton & North Ridge are new additions to the report and had slightly changed numbers. CEO assured the Committee that although the increase might seem uncomfortable, that Nexus MAT has a very open, transparent, gender blind recruitment process based on competence and ability. Also, the CEO reminded the Committee how a high volume of Teaching Assistants are female due to the flexible nature of the role. NJ Asked if this is reflected in the wider sector? CEO confirmed the government do publish figures every year, though they are not sector specific and the problem is that although special schools and primary schools can be similar, when secondary school numbers are in the mix it can skew the figures. The CEO will update the report to reflect sector context. **ACTION** **The Committee approved the report.**	**CEO 11/07/22**
5.7. Audit Action Tracker CS confirmed the action tracker was all cleared on the internal audit side and that for external audits that gifts/hospitality and petty cash still needed to be tested. The Committee accepted the report without further questions.	

5.8. Finance Risk Register CS discussed the register and talked through the changes she had put in. CS mentioned SSG as being the biggest risk. SS asked about a recurrent residual. CS said the recurrent residual was for quotes and ordering and unsigned paperwork so may continue, but was not a live risk.	
5.9. High Needs Return CEO reminded the Committee that special schools are funded via elements 1,2 – which is the £10,000 place funding - & element 3 which is top up. The CEO explained how Local Authorities must agree planned place numbers with schools or Trusts for submission to the ESFA in November, for changes to take effect the following September, and that if schools or Trusts do not agree they can contest the numbers in February. The CEO stated that Nexus does not disagree with the changes submitted by Rotherham, but that he does disagree with the numbers submitted by Sheffield and Doncaster. The Sheffield matter has been resolved, as has Bader (Doncaster). However, the other Doncaster schools place numbers will need to be subject to arbitration by the ESFA. JH and CS have led on this. The CEO confirmed no local authorities sought agreement on the final numbers before submitting in November, which should put them all in breach of the statutory guidance. The CEO stated that, sadly, this wasn't a surprise. SB asked if this effected budget setting? CEO stated that doesn't affect budget setting but has an impact on the General Annual Grant allocation from the ESFA. In this regard, it only effects where income comes from. SB Asked if there were any issues with Crags funding? CS advised Crags was covered by the national funding formula and this process didn't apply to Crags. The Committee accepted the report with no further questions.	
6. ANY OTHER URGENT BUSINESS	
6.1. To consider any other urgent business agreed by the chair Payment Practices Report CS outlined that due to certain thresholds being met they now have to publish a payment practices report. CS explained what it involved and how it covered purchases paid for within 30 days. CS then shared the information on the report and how that Nexus MAT are well within 30 days on average when paying suppliers. CS confirmed this needed to be reported on this twice a year via Companies' House and that she	

needs to share with directors before submitting. CS asked for permission to submit the report. **The Committee voted unanimously in favour of this.** **ACTION** CS to submit the report As this was CS's last Audit & Risk meeting, SS led thanks and appreciation which were echoed by all the committee for what she has done, the quality and detail of her reports and response to all their questions.	**CS 11/07/22**
7. CONFIDENTIALITY & RISK	
7.1. To consider the confidentiality of any items discussed during the meeting None.	
7.2. To consider any area new risks identified during the meeting Risks identified will be discussed at the next meeting.	
8. DATES OF NEXT MEETINGS	

Monday 9th May 2022	17:00 – 19:30	Nexus HQ	Finance & ICT
Tuesday 28th June 2022	16:00 – 19:00	Crags Community School	Leadership Summit
Monday 11th July 2022	17:00 – 19:30	Nexus HQ	Audit & Risk

Minutes approved

CHAIR	SIGNATURE	DATE