

## Audit and Risk Committee Meeting Agenda

**Thursday 13<sup>th</sup> March 2025**

**Venue:** TCAT Professional Development Centre

**Chair:** Linda Waterson

**Clerk:** Melissa Alexander [m.alexander@tcat.uk.com](mailto:m.alexander@tcat.uk.com)

Committee Members		Term Ends
John Cartwright (JC)	Trustee	23/06/2025
Howard Platt (HP)	Trustee	11.01.2028
John Warren	Trustee	11.01.2028
Linda Waterson (LW)	<b>Chair</b> , Trustee	01.07.2025
Stephen Whatmore (SW)	Trustee	01.07.2025
In Attendance		
Mike Benson (MB)	External Auditor	
Neil Clark (NC)	Internal Auditor	
Phillip Dyke (PD)	Associate	
Adrienne Laing (AL)	Operations Director	
Damian McGuire (DM)	Director of Finance	
Andrew Moorcroft (AM)	<b>CEO</b> , Trustee	
Melissa Alexander (MA)	TCAT Clerk	

### Documents Shared Prior to the Meeting:

Item 7. Minutes from the previous meeting  
 Item 7b. Minutes from the Extra Ordinary meeting  
 Item 8. Annual Audit Plan  
 Item 9. Risk Register  
 Item 10. Policy Schedule

	Agenda Item	Allocated time
1.	<b>Welcome:</b> The Clerk welcomed the committee to the meeting.	
2.	<b>Any items for AOB/ Part Two – Confidential:</b>	

	The Clerk shared that there are agenda items for Part Two Confidential and this was noted.																	
3.	<b>Absence / Apologies / Non-Attendance:</b> NC shared apologies in advance of the meeting. Apologies were accepted by the committee.																	
4.	<b>Register of Interests:</b> There were no register of interests declared during this meeting.																	
5.	<b>Declaration of pecuniary interests in relation to agenda items:</b> There were no declarations of pecuniary interests in relation to the agenda items.																	
6.	<b>Membership and Organisation:</b> The Chair highlighted that JC’s term of office was coming to an end. JC formally agreed to continue to remain on this committee.																	
7.	<b>Minutes of the Audit and Risk Committee meeting which took place on Thursday 5<sup>th</sup> December 2024:</b>  a) Approval of the Minutes: MB stated that he does not suggest any changes. MB highlighted that he felt the minutes from the previous meeting were repetitive. The Chair queried if the minutes are factually correct. MB agreed the minutes were a true reflection of the previous meeting.  b) Matters arising: There were no matters arising discussed.  c) Action log: The Chair checked the actions from the previous meeting. All actions had been completed.  <b>Action Log:</b> <table><tr><th>Minute Reference</th><th>Action to be taken</th><th>By Whom</th><th>Completion Date</th></tr><tr><td>7.</td><td>Assessment of the Finance Team to be completed.</td><td>AM/ DM/ LW</td><td>January 2025</td></tr><tr><td>8.</td><td>AL and NC to discuss alternative audit date for Safeguarding review.</td><td>AL/ NC</td><td>January 2025</td></tr><tr><td>11.</td><td>Carry Agenda Item 11. Across to the Extra Ordinary Trust Board meeting to ensure sufficient time can be</td><td>MA</td><td>ASAP</td></tr></table>	Minute Reference	Action to be taken	By Whom	Completion Date	7.	Assessment of the Finance Team to be completed.	AM/ DM/ LW	January 2025	8.	AL and NC to discuss alternative audit date for Safeguarding review.	AL/ NC	January 2025	11.	Carry Agenda Item 11. Across to the Extra Ordinary Trust Board meeting to ensure sufficient time can be	MA	ASAP	<b>15 Minutes LW</b>
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		spent to cover the Risk Register.			
	13.	MA to support with the organisation of an Extra Ordinary meeting with Trustees.	MA	ASAP	
	<p><b>Minutes of the Extra-Ordinary Committee meeting which took place on Thursday 19<sup>th</sup> December 2024:</b></p> <p>a) Approval of the Minutes: MB commented that the minutes were repetitive. 1. AL should say AM</p> <p>b) Minutes were approved.</p> <p>c) Matters arising there were no matters arising.</p> <p>d) Action log: LW confirmed that actions had been followed up and completed.</p>				
8.	<p><b>Review of Finance Team Presentation: AM Verbal Update</b> (For Information)</p> <p>AM provided a finance update to the committee and invited DH to do an introduction. DH shared that he is a Chartered Accountant and shared details relating to his previous work experience. DH shared that his initial reflections are that the finance team are very committed and have excellent relationships with Heads and Principals.</p> <p>DH added that there have been inconsistencies regarding the processes that are implemented and added that steps are being taken to address challenges by assessing the structure and roles within the team.</p> <p><b><i>AM asked the committee if they had any questions for DH. There were no questions asked.</i></b></p> <p>AM provided a Financial Management at TCAT Improvement Plan update and shared with all attendees that Damian McGuire has made the decision to step down as role of Director of Finance. AM shared the objectives within the Improvement Plan and highlighted the risk factor in Damiam McGuire having a significant volume of responsibility.</p> <p>AM referred to the Academy Handbook and the requirement for the CEO and Chair of the Trust to receive management accounts on a monthly basis. AM highlighted the significance of receiving management accounts and shared that this will be</p>				10 Minutes

	<p>a key area of focus going forward to ensure monthly accounts are shared.</p> <p>AM provided an overview of the components of the review of the TCAT's finance structure. AM shared details relating to a review of existing roles and responsibilities and explained that the role audit, which comprises of an assessment of competence and capacity and benchmarking has been used as part of this review. AM added that TCAT are liaising with other trusts to learn what structures are in place for other finance teams to ensure best practice is implemented to support the Finance Team. AM added that the central theme was the lack of clarity regarding roles and key responsibilities and the backlog of outstanding work.</p> <p><b><i>JC queried what the staff reaction was when they were asked to engage with the review.</i></b>  <b><i>AM shared that feedback from the team was mixed, with some colleagues expressing that they were happy with the team and others sharing their frustrations, particularly with the new finance system and the challenges this brought.</i></b></p> <p><b><i>A Trustee queried if TCAT will proceed with the implementation of the financial system, Civica.</i></b>  <b><i>AM explained that he contacted Civica and organised an all-day CPD session to support colleagues. AM confirmed that Civica have led training and shared that this has had a positive impact and been beneficial for the Finance Team.</i></b></p> <p><b><i>A Trustee questioned if the Civica Finance System will fulfil the requirements needed by the Trust.</i></b>  <b><i>AM confirmed that Civica will be a beneficial system and added that TCAT are looking at an additional system named IMP that may assist with reporting.</i></b></p> <p>AM summarised the key conclusions found following the finance audit and the key areas discussed were as follows:</p> <ul style="list-style-type: none"> <li>• Clarification of roles and responsibilities</li> <li>• Increased capacity</li> <li>• Review of Finance Director's role: DH has been appointed as Chief Finance Officer</li> </ul> <p><b><i>A Trustee highlighted that frustrations have been raised relating to a delay in receiving budget reports and forecasts at an academy level. The Trustee</i></b></p>	
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***questioned how many additional colleagues will be required to support with capacity to ensure academies receive the information they require.***

***AM confirmed that DH is in the process of developing a road map to assist with the planning of structures going forward to enhance capacity and support at academy level.***

MB commented that everything being more organised will support with capacity issues.

DH confirmed that the team structure review will support with the way in which tasks are organised and assigned.

MB confirmed that improved organisation will significantly improve the effectiveness of the Finance Team.

### **Financial Practices and Procedures:**

AM shared details relating to financial practices and procedures and explained that the trust are in the process of implementing automated processes. Following a brief discussion, AM shared that the key priorities are as follows:

- Standardising procedures
- Timely reporting
- Finance Team Training led by Civica and additional meetings with Civica
- Extend capacity and organisation of team
- External Audit Preparation to assist with clear timelines and milestones

***A Trustee queried how much increased capacity is required to ensure academies are well supported.***

***AM confirmed DH is in the process of developing a road map and explained that in the first instance, an additional two colleagues will join the finance team to ensure that academies can be well supported.***

### **Monitoring and Governance:**

TCAT have worked alongside other trusts to look at the ways in which finance is managed. AM referred to conclusions and welcomed Trustees to become more involved with the finance implementation plan should they wish to do so.

***A Trustee challenged if Heads and Principals are receiving any further training.***

***AM confirmed that detailed discussions take place relating to budget forecasts/ staffing structures are competed during Business Support meetings. AM***

***explained that details conversations take place during these meetings and added that further training will be required once the new report system has been implemented.***

***DH added that management reports will be developed and training will be provided to ensure Heads and Principals feel confident when using the finance reports.***

A brief discussion took place regarding Heads and Principals training, and it was agreed that training is a constant, cyclical process.

A Trustee applauded the work that TCAT has done to develop finance in a short space of time. JC highlighted the significance of training Headteachers and Principals with understanding of finance reports.

AM agreed and explained that this has to be a key area of training.

MB commented that a huge amount of work has gone into the development of the finance team. MB added that the training for finance reports will come via the Business Support meetings and the training will come from these meetings.

MB stated that over time, Finance Partners, assigned to individual academies across the Trust, will effectively support Heads and Principals commented that he does not think that there is a requirement for a Trustee Working Party. MB added that it will be worth all Trustees receiving finance reports on a monthly basis to provide further clarity and assurance.

AM highlighted the significance of managing risk within the organisation and shared that the development of a committee was a recommendation, however, this is not a requirement. The Chair of Trustee commented the significance of the CEO and the Chair of Trustee meeting on a monthly basis to discuss monthly finance updates, and this was agreed by all attendees.

A brief discussion took place regarding trustee involvement and trustees agreed that they would welcome a monthly report.

The Chair highlighted the benefit of having an internal audit of TCAT finance to assess and reflect to support with moving forward.

AM highlighted that the assessment of processes is the key focus of conversation and explained that this is a key focus for

	<p>DH. AL added that Neil Clarke can assist with the implementation of an effective audit.</p> <p><b><i>The Chair asked if there were any further questions. A Trustee commented that it is reassuring that the team are strong and committed.</i></b></p> <p>DH commented that he has a vested interest in supporting colleagues and shared that he is committed to ensuring the Finance Team are well supported.</p>	
9.	<p><b>Internal Audit Reports: AL</b> (For Information and discussion)</p> <p><b>Annual Audit Plan:</b> AL provided an internal update on behalf of NC in his absence. AL referred to the Annual Audit Plan that had been shared with attendees prior to the meeting.</p> <p>Safeguarding Audit:</p> <p>AL made reference to the Assignment Plan that was completed by the internal auditors. AL referred to the Scope of review and shared details relating to the key areas assessed in this review which involved Tracey Hatton, TCAT's Safeguarding Lead and Designated Safeguarding Leads across the Trust. AL confirmed that draft report is expected to be shared on Friday 14<sup>th</sup> March. AL added that overall, this was a positive audit and shared that there was one recommendation expected to be made as a result of one link that was not functional during the audit. AL confirmed that the link was rectified and therefore, the Trust expected no recommendations and have received a strong outcome.</p> <p><b><i>A Trustee challenged if it was the link that had not been updated or the policy.</i></b>  <b><i>AL confirmed that it was the link that was not updated due to a website update. AL explained that all links are fed through IAmComplaint, which ensures all links are up to date. AL confirmed that website checks are in place via Robin, and assured Trustees that this response.</i></b></p> <p>AL challenged this recommendation due to the thorough processes that are in place and explained that in this particular case, this has been promptly resolved which will result in no recommendations.</p> <p>Cyber Security Audit:</p>	20 Minutes

	<p>AL provided details relating to the cyber review that took place and explained that the Trust continue to work closely with Abtec, TCAT's technical support. AL added that TCAT are Cyber Essentials accredited and confirmed that preparations are in place to ensure this is a strong audit.</p> <p><b><i>A Trustee queried if there is an AI element that will be added to the Cyber Security Audit and if this is not covered, this is something that needs to be considered. AL commented that this has not been confirmed by the auditors. AL shared that the trust are in the process of developing a Digital Strategy, which covers AI and the key requirements that need to be considered. AM added that considerations are being made to ensure the trust is protected. AM added that this will be brought to an upcoming Audit and Risk Committee to discuss in further detail.</i></b></p> <p>A brief discussion took place regarding the potential cyber-attacks and the significance of preparing for potential risks. AL explained that the Digital Strategy is in the process of being developed and that the Trust has a strong infrastructure in place as part of the five-year IT roadmap development plan and confirmed that the Trust are drafting out the plan for the next few years, working on key focus areas. Acknowledge was made to the structures that are currently in place, and AL highlighted the significance of horizon scanning.</p> <p>AM shared that Paul Haper, Abtec, has delivered a useful presentation to TCAT which demonstrates the number of attacks experienced. AM stated that it may be beneficial to invite PH to an upcoming Audit and Risk committee meeting. Committee members welcomed AM's recommendation to have Paul Harper attend the next meeting to provide an update on trust cyber security.</p>	
<b>10.</b>	<p><b>Risk Register Review: (AL)</b> For information and discussion</p> <p>AL explained that the Risk Register is reviewed on a regular basis, whereby risks are updated and amended. AL explained that risks are added to academy scorecards and are kept up to date and discussed at meetings. AL referred to specific academy risks that have been detailed within the report, and most specifically the full list of risks detailed within the risk register.</p> <p>A Trustee queried if business continuity links to the graphs.</p>	<b>15 Minutes</b>



AL confirmed that there is a typo in the education section, with the use of the word estates.

***A Trustee questioned if there are any high risks to the Trust.***

***AL confirmed that there is only one high risk that has been included in the business continuity section which has come as a result of the flood that occurred at Meadowside Community Primary School. AL confirmed that the status of this risk will change.***

***A Trustee questioned what has been put in place to prevent the risk of Penketh High School becoming high risk.***

***AL explained that Penketh High School's specific risk is based on the quality of the building. AL explained that the estates management team will continue to ensure that the building is being frequently monitored to fulfil its operational purpose before the new build is developed.***

***A Trustee challenged if PHS was extreme and deemed as 'high risk'?***

***AL explained that this judgement was necessary. AL confirmed that Penketh High School's building is poor and that one area of the academy is condemned. AL accepted this challenge and confirmed that this will be rephrased on the Risk Register.***

AM confirmed that the funding has been secured for Penketh High School's new build and that work is being done to ensure that the site is safe and functioning. AM emphasised that Penketh High School's building will continue to be monitored to ensure this is a safe.

***A Trustee referred to page 14 and the residual control and asked for further explanation to better understand this detail.***

***AL explained that residual control is developed via the five-point range matrix and is allocated based on active risks.***

***AL explained if a risk is extreme and the impact is critical, this would be deemed '16' on the scale. If something is deemed moderate, or an unlikely risk, this would be signposted as '4'.***

***A Trustee commented that the residual control figures do not add value.***

***This was agreed by AL and it was agreed that this would not be included in the next report.***

	<p>AL confirmed that risks are updated where necessary to ensure that risks are effectively monitored and specific to individual academies.</p> <p><b><i>A Trustee highlighted a comment made in relation to the ground source heat pumps and the concern of the work completed by contractors.</i></b></p> <p><b><i>AL confirmed that rectification is in the process of being completed and explained that a rectification plan has been developed to resolve this. AL shared that Padgate Academy has experienced particular issues with the heating and that this is in the process of being resolved.</i></b></p> <p><b><i>A Trustee questioned if the contractors have accepted responsibility.</i></b></p> <p><b><i>AL confirmed that responsibility has been accepted by the contractors.</i></b></p> <p><b><i>AL added that the trust has effectively managed the situation to ensure that an alternative heating source was provided to prevent further disruption at the academy.</i></b></p> <p>There were no further discussions or questions relating to risks and the Chair moved on to the next agenda item.</p>	
<b>11.</b>	<p><b>Policy Schedule: AL</b> (For Information)</p> <p>AL confirmed that the Policy Schedule is available for Trustee and Governor information and explained that this document is used by the Central Team to monitor and update policies. AL explained that there are a number of policies that have been updated by Ben Logan, which are currently going through consultation with JCNC, and therefore, cannot be brought to the committee for approval until the meetings have taken place.</p> <p><b><i>The Chair commented that there is a comprehensive number of policies.</i></b></p> <p><b><i>AL explained that TCAT are centralising policies and added that this has been collaborative, providing the example of policies, such as safeguarding policies, that are made with the assistance of the hub. AL added that policies are taken to hubs, and referred to the Operations Hubs, whereby both policies and supporting procedures are introduced to ensure there is opportunity for questioning and clarification.</i></b></p> <p><b>Anti-Fraud Policy:</b></p>	<b>15 Minutes</b>

	<p>AL introduced the committee to the Anti-Fraud Policy and took this document as read. AL shared that this policy was scheduled for review and confirmed that there were recommended amendments made. AL asked the Committee if they had any questions or comments to share.</p> <p><b><i>A Trustee questioned is section 5 is retrospective for all staff.</i></b>  <b><i>AL confirmed that TCAT are looking at the training and development plan for all staff.</i></b>  Further details relating to the training and development plan for Support Staff was shared and AM added that there is a planning day scheduled to take place in April.</p> <p><b><i>A Trustee queried when the fraud response plan will be available to access.</i></b>  <b><i>AL confirmed that the fraud response plan is in the process of being revised and will be shared in due course.</i></b></p>	
<b>12.</b>	<p><b>AOB:</b>  There was no other business discussed during this meeting.</p>	
<b>13.</b>	<p><b>Date and time of next meeting:</b></p> <ul style="list-style-type: none"> <li>Thursday 26th June 2025 at 4.30-6pm</li> </ul>	
<b>14.</b>	<p><b>Part Two – Confidential</b></p> <p>Confidential items have been captured in a separate Part Two document.</p>	

This meeting was closed at 17:54 by the Chair.

