



**Address:**  
 Walton Primary Academy  
 The Grove  
 Walton  
 Wakefield  
 WF2 6LD

## Waterton Academy Trust

### Annual General Meeting Minutes

**DATE:**

7<sup>th</sup> December 2017

**TIME:**

6pm

**LOCATION:**

Walton Primary Academy

**Attendees**

<b>Acting Chair:</b>	R MacNair	
<b>Directors:</b>	D Dickinson	H Mangham
	A Goudie	L Harrison
	K Greenwood	P Halliday
	S Johnson	
<b>Attending:</b>	G McVicar	S Gordon
	L Antcliffe	C Holloway
	A Cammack (6.15pm)	J Dunderdale
	P Wheeler (6.15pm)	P Mellor
	L Cavell	V Collins
	L Kilkenny	G Bishop
	J Simpkins	L Beavis
<b>GBAC Representatives:</b>	P Parker	M Lang
	L Bower	
<b>Clerk:</b>	E Davies	
<b>Apologies:</b>	P Beaman, D Bowen, A Kelcher, D Westwell, T Harpham	

ITEM	ACTION
<p><b>1. Welcome and Apologies for Absence</b></p> <p>R MacNair welcomed all as acting chair. Introductions were made. Apologies were noted and accepted for the P Beaman, D Bowen, A Kelcher, D Westwell, T Harpham.</p>	
<p><b>3. Declarations of Interest</b></p> <p>No declarations were made.</p>	
<p><b>4. CEO Report</b></p> <p>The CEO report was made available to all attendees prior to the meeting. This was displayed during the meeting.</p>	
<p><b>5. Questions from CEO Report</b></p> <p>D Dickinson gave opportunity for attendees to ask questions around the CEO Report. No questions were raised at this point.</p>	
<p><b>6. Auditors Report and Questions from Auditors Report</b></p> <p>GBAC Representatives P Parker, L Bower and M Lang were in attendance and gave thanks for opportunity to attend and the engagement as auditors. The Auditors Report and Letter of Comment had been made available to all prior to the meeting. GBAC representatives gave thanks to all schools and the Trust for their support in gathering information.</p>	

ITEM	ACTION
<p>GBAC representatives provided a presentation to attendees, and key points are noted below:  The audit process was explained – this is a statutory process and gives information on whether accounting has been accurate, whether expenditure was appropriate and whether appropriate safeguards were in place. This looks at the internal controls which are in place. The GBAC team are independent of the Trust.</p> <p><i>6.15pm A Cammack and P Wheeler arrived at this point.</i></p> <p>The auditors look to ensure that processes are in place to stop figures being overridden, and also look at the conversion process and valuations. The GBAC team look at problems with the previous audit and whether these problems have been resolved. The process also involved looking at the controls in place for income streams.</p> <p>The presentation gave a review of the year, including land and buildings valuations. P Mellor noted that the land and buildings valuations from the ESFA are not given until January, therefore valuations come from previous reports and guidance in the academies handbook.</p> <p>The presentation included a review of total income and employee expenses, and employee expenses as a percentage of total income. This is a KPI seen across most MATs.</p> <p><b>Q.</b> Some of these figures seem low, does this include all staff and all income?  <b>A.</b> Yes, it does – not just the GAG income. This was discussed prior to audit and it was decided that it would be more relevant to review against all.</p> <p>Pension Fund Accounting was discussed. This was one of the biggest figures in the accounts. This is completed by an actuary, and the auditors review whether the actuary is appropriately qualified and experienced.  There was a significant variation on last year due to the new schools, however there was no cash impact of this.</p> <p>The auditors also provide a letter of comment which provides guidance for the Trust. The points noted in the letter of comment were discussed:</p> <ol style="list-style-type: none"> <li>1. Salaries – concerns will be resolved by taking up a new payroll provider and having a better overview and more control. The tender process was already underway for payroll provision.</li> <li>2. VAT Returns</li> <li>3. Bank Reconciliation</li> <li>4. Operational and Coding Inconsistencies – points 2, 3 and 4 were all around consistency and would be resolved by the on-going centralisation project.</li> </ol> <p>The centralisation of the business and finance function was discussed at this point. V Collins was working with a team working towards centralising the business and finance function in April. Staff in schools were aware of this and progress was ongoing.</p> <ol style="list-style-type: none"> <li>5. Changes to Trustees not on Companies House – this had now been resolved.</li> </ol> <p>M Lang noted that these points are quite minor and the auditors were happy with the trust accounts and processes.  There was potentially some unclaimed VAT and some expenses had been overstated and would be reversed.</p>	

ITEM	ACTION
<p>A document detailing governance was provided There had been some issues with the collection of Declarations of Interests and it was reiterated that these forms must be completed at beginning of each year. Some Governors and Directors had declared interests with relatives in school etc., however there were no interests with a significant effect on the Trust.</p> <p>The draft NGA review of Governance report had been received and there would be new structures and a new scheme of delegation. New declarations would be required at this point.</p> <p>Attendees were given the opportunity to declare any related party transactions which had been missed. Nothing was declared. Attendees were given the opportunity to ask any questions around the balance sheets or any other items before reports are signed off. No questions were raised.</p> <p><i>Thanks were given again to all involved with the audit process.</i></p>	
<p><b>7. Appointment of auditors</b></p>	
<p>All were happy to reappoint GBAC as the auditors for 2017-18. There were no concerns with GBAC, and this will be discussed again at the next AGM. D Dickinson commented that the process had been very robust and extensive. Waterton had been highlighted as an example of good practice and this process allows the Trust to ensure that spending is appropriate.</p>	
<p><b>8. Any Other Business</b></p>	
<p>It was queried whether the Trust were likely to take on any new schools following the collapse of WCAT. D Dickinson noted that the Trust had been approached by some schools, however OGAT had been announced as the preferred new MAT for these schools. A consultation process was ongoing and Waterton had advised these schools to go back to the RSC. The process is not complete, but the RSC will make the final decision.</p> <p>It was queried whether there were any lessons for Waterton to learn from the collapse of WCAT. It was noted that there were lessons to learn, however there are processes already in place to ensure sustainable growth and to support schools in need. Governance at WCAT had been an issue, and Waterton had undertaken an NGA review of governance as previously discussed.</p>	
<p><b>8. Chairs Closing Remarks.</b></p>	
<p>The Acting Chair had no further comments to make.</p> <p>D Dickinson thanked all for their attendance and support, and to the staff and Governors who had put their time in to the process.</p>	
<p><b>9. Identification of Confidential Items</b></p>	
<p>No confidential items were identified.</p>	

**MEETING CLOSED**