



# Academi Genedlaethol ar gyfer Arweinyddiaeth Addysgol Cymru National Academy for Educational Leadership Wales

Minutes/Action Notes from Board Meeting 10th September 2019

**In Attendance** Sue Davies (SD) (Chair)  
Huw Foster Evans (HFE) (Chief Executive)  
Claire Williams (CW)  
Mike James (MJ)  
Martin Price (MP)  
Davina Payne (DP) (Via telephone link)  
Michaela Renkes (MR) (Welsh Government Observer)  
John Graystone (JG)  
Rosemary Jones OBE (RJ)  
Olivia Stemmer (OS) (Secretariat)

**Apologies** Paul Marshall (PM)

*1. Welcome, conflict of interest, minutes & actions of previous meeting and confirmation of minutes for publishing*

SD opened the meeting and welcomed everyone and introduced everyone at the table. SD announced apologies from Paul Marshall.

There were no conflicts of interest.

**SD would like a correction on minute 1 - needs to be changed from common board to current board.**

*2. Presentation of end of year accounts*

HFE presented the end of year accounts.

HFE explained that the staff number is shown as 0 since all employees until April 2019, were employed by Welsh Government. HFE also explained to the board that the Leadership Academy is a public benefit entity and does not carry out any trade and therefore should be exempt from corporation tax. The Leadership Academy has contacted HMRC for clarification and is awaiting a response.

**JG would like to add a note about the staff numbers to clarify that up until the 31<sup>st</sup> March 2019 the staff of the Academy were employees of Welsh Government. The board agreed to instruct the accountants to add this to the accounts.**

### *3. Presentation of ISA 260 report by Welsh Audit Office*

Jason Garcia and David Williams from the Welsh Audit Office gave a presentation on the Audit report. Jason Garcia shared that there is one outstanding item which is a letter from the bank to confirm the balance. Jason Garcia explained the issues and inconsistencies with the accountants that had been corrected. Jason Garcia shared that the audit has been accepted by management and a meeting has been scheduled with the Leadership Academy to discuss the accountants. He informed the board that there will be an increased fee for the audit this year since extra time was taken to carry out the audit due to the mistakes of the accountants. Jason Garcia will require the final letter of representation signed by HFE and SD and returned to the Welsh Audit Office.

MP asked if the audit report will be a public document and Jason Garcia explained that it will and may be presented on the Auditors website. SD requested that the audit report be bilingual on their website, and Jason Garcia agreed.

HFE shared that the Leadership Academy has set up a meeting with Advantage Accountants to discuss our dissatisfaction with their report. Jason Garcia explained that we should enquire as to the accountant's quality assurance process.

Jason Garcia praised Kirsty Payne's for her hard work with the accountants and the auditors and for her communication.

### *4. Letter of representation*

Jason Garcia explained that the Letter of Representation needs to be signed after the accounts are approved so it can be signed by the auditor general. HFE will need to send an email on the morning of September 19<sup>th</sup> to confirm that nothing has happened since the board meeting on the 10th September 2019 that would alter his view that the 2018-19 financial statements should be approved as they are.

**The board would like to put an annual register of interest process in place for senior management and board members to document any other interests that could have an effect on the Leadership Academy.**

**The board agreed to sign off the letter of representation and the end of year accounts.**

### *5. Response to questions on fraud and related party transactions*

**The board agreed to sign off the questions on fraud and related party transactions.**

## *6. Finance/HR Sub-group report*

JG shared the minutes from the Finance/HR sub-group meeting on 29<sup>th</sup> August and presented the HR proposal to the board. MR explained that any major changes to the policies would also have to be brought to the public bodies unit. **The board agreed the proposal as recommended by the Finance/HR sub-group. SD would like to remove her apologies from the minutes as she is not a member of the sub-group.**

## *7. Audit and Risk Assurance Committee Report*

MJ presented the Audit and Risk Assurance committee minutes from 29<sup>th</sup> August. **SD would like to remove her apologies from the meeting minutes as she is not a member of the committee.** MJ agreed with RJ's point that both sub committees will have to quality assure each other and the Chairs will have to decide on a process. MJ explained that the committee have been tasked with finding internal auditors and presented the proposed changes to the Risk Register. **The board agreed to amended risk register.**

**MR would like the Leadership Academy to identify the key risks to share with Welsh Government.**

The board discussed how to make sure endorsed providers are including the message of the Leadership Academy in their provision. The group agreed that there should be an introduction about the Leadership Academy when providing their provisions. MR explained that the public may perceive the Leadership Academy is only be set up to help schools, rather than all sectors of education.

SD would like the board members to come up with ideas on how the Leadership Academy can increase its visibility.

JG questioned the role of the Associates and how they would be able to spread the message of the Leadership Academy into the wider system.

## *8. CEO Report*

HFE delivered the CEO report.

HFE explained John Kendall & Gwyn Tudur (C1 Associates) have stepped down from the Academy due to increasing pressures in school. **The board would like to send a letter of thanks to John Kendall & Gwyn Tudur for their hard work with the Academy.**

MJ feels that the Leadership Academy doesn't do enough with English colleagues. MR explained that England has a very different system and their standards are measured differently. MP would like the Leadership Academy to look at the

difference in the Education systems in England and Wales, to see how relationships can be improved.

#### *9. Skills & Diversity Audit*

RJ opened a discussion on the Skills and Diversity audit and thanked everyone that helped her put the document together. SD thanked RJ and JG for their work. SD would like all the board member appraisals completed by the end of October. Kirsty Payne has agreed to identify meeting dates for all board members. RJ mentioned that the Diversity section of the audit is not specifically for the appraisal SD explained that none of the information on the audit will be made public. **JG would like to have the register of interest sent to the board members along with the minutes.** HFE thanked the board for agreeing to complete their appraisals.

**RJ would like future agendas to be bilingual on one document rather than having two separate documents for the Welsh and English translation.**

#### *10. SharePoint*

Kirsty Payne introduced SharePoint to the board and showed them how to use it.

#### *11. Annual board appraisal information*

SD opened a discussion about the appraisal information, **the board agreed that the colour may be changed to an “Academy colour”.** SD explained that the wording in the appraisal came from our remit letter. HFE explained that the writing does not need to be formal, since it is to inform a discussion with Sue. The board agreed to fill out the forms ahead of their appraisals, and Kirsty Payne will set up dates for meetings.

#### *12. Future agenda items and close*

SD would like to have a board meeting in Huw Powell’s school this year. MR asked whether SD believes that there needs to be an updated training or review, since some members didn’t join the board at the same time as others. SD agreed to add this to a future agenda. After the appraisals, SD will look for any areas requiring development and see if anyone needs specific training.

**RJ would like to invite Tegwen Ellis to talk to the board in a future meeting to talk about her Educational Doctorate.**

The next board meeting will be on 7<sup>th</sup> November in the Leadership Academy office

SD thanked the board for their input and closed the meeting at 12:30.

## Actions Log

No.		Owner	Deadline	Status
12	NAEL to explore developing some case histories	HFE	September 2019	Ongoing
47	New Board Photos to be taken in September 2019	KP	September 2019	Completed
83	Check public appointments process for future board members	TW	September 2019	
84	Annual review of terms of reference	SD	July 2020	
87	Create a report to board on the innovation pathway once each call has finished about who has been awarded funding	HFE	September 2019	Completed
95	Create standard agenda items format for sub-groups	Board/sub-group members	August 2019	Completed
96	Correct action #5 from previous minutes	OS	September 2019	Completed
97	Add a note to the annual report about the Academy staff being employees of Welsh Government until April 2019	KP	September 2019	Completed
98	Create a register of interest form for senior management and board members	KP	November 2019	Completed
99	Remove SD's apologies from subgroup minutes	KP	November 2019	Completed
100	Send board amended risk register	KP	November 2019	Completed
101	Identify key risks to share with Welsh Government	All	November 2019	
102	Send letter of thanks to Gwyn Tudur and John Kendall	KP	November 2019	Completed
103	Make future agendas bilingual on one document	KP	November 2019	Completed
104	Change the colour on the Annual board and appraisal information document	KP	November 2019	Completed
105	Agenda Tegwen Ellis to attend future board meeting to present her Doctorate work to date	KP	March 2020	

**NB. Missing numbers have been actioned**