

Minutes of the Audit Committee

Held on: Wednesday 23 June 2021

Location: MTeams

Start time: 14:00 hours

Finish time:

Present

Mark Tattersall (MT)

Non-Executive Director (Chair)

In attendance

James Thomson (JT)

Director of Finance

Joanne Bowden (JB)

Deputy Director of Finance

Joan Spencer (JSp)

Chief Operating Officer & Interim Chief Nurse

Angela Wendzicha (AW)

Associate Director of Corporate Governance

Sadia Ghazanfar (ZG)

Head of Financial Services

Christopher Whittingham (CW)

External Audit Representative (GT)

Simon Davies (SD)

MIAA Internal Audit

Item no.	Agenda item	Action
AUD-06-21	<p>Welcome & Apologies</p> <p>MT welcomed all to the Audit Committee, noting apologies from Geoff Broadhead and Anna Rothery. MT further thanked GB for reviewing the papers and providing his comments in writing which will be incorporated into the meeting to enable approval as required.</p> <p>AW added that given both GB and AR had given their apologies, the Committee would not be quorate, however GB had provided written comments and decisions on those agenda items requiring approval. Given the extra-ordinary circumstance the Committee had agreed to include the comments and recommendations from GB to count towards the quoracy.</p> <p>MT highlighted the objectives of this Audit Committee was to review the Accounts and Annual Report and subsequently recommend to the Trust Board final approval. The Board</p>	

	<p>meeting scheduled to follow has been stood down as, due to reasons not for discussion today, we do not have the final Audit Findings Report. MT added that this was very disappointing given the Audit Committee has received assurance from AS that the audit would be completed by 23 June. MT further suggested that given the Committee would not be in a position to approve the Accounts, once the section relating to External Audit has been dealt with, MT suggested CW leave the Committee and continue the work in order to complete the audit.</p>	
AUD-07-21	<p>Declarations of Interests</p> <p>Declarations of Interests of Committee Members and other attendees' interests concerning agenda items were noted as follows:</p> <ul style="list-style-type: none"> • Mark Tattersall as CCC designated Non-Executive Director for PropCare. • James Thomson as CCC Executive Lead for PropCare and CPL • Angela Wendzicha as Company Secretary for PropCare and CPL. 	
AUD-08-21	<p>Minutes of the First Extra-ordinary meeting held on 26 May 2021</p> <p>The minutes of the meeting held on 26 May 2021 were approved as an accurate record of the meeting save for the following amendments:</p> <p>AUD-03-21: "JW sought from AS in relation to....." should read "JW sought clarification from AS...."</p> <p>AUD-03-21: "Discussion ensued in relation to the analysis with numbers having increased..." should read "Discussion ensued in relation to the analysis with some I&E numbers having increased significantly in year.."</p> <p>AUD-03-21: "MT sought clarity on whether there was anNote 4.2 and Note 9.1" should read "MT sought clarity on the level of impairment as there is difficulty in aligning the numbers in Note 4.2 and Note 9.1; there are different numbers in the impairment in Note 9.1." The sentence "JB confirmed that it was an issue between the presentation of the TAC and Accounts" be removed.</p> <p>AUD-05-21: "GB noted that the pension...." Should read "JW noted that the pension....." and "NHSI/E pay for the additional 6% contribution.</p>	

Annual Report and Accounts		
<p>AUD-09-21</p>	<p>Value for Money Extension Letter</p> <p>MT highlighted that the Value for Money Extension Letter is self-explanatory and for noting by the Committee. MT confirmed that GB had noted the content of the Value for Money Extension Letter.</p> <p>The Audit Committee:</p> <ul style="list-style-type: none"> • Noted the content of the Value for Money Extension Letter 	
<p>AUD-10-21</p>	<p>External Audit Findings Report</p> <p>MT informed the Committee that he would ordinarily request that CW go through the Audit Findings Report but given we have a draft report, MT sought clarity on (i) the work that remains outstanding and (ii) when will the final Audit Findings Report be circulated to the Board?</p> <p>CW informed the Committee that extensive testing has been required this year (in excess of 600 across the I&E balance sheet) which has been time consuming. Currently, clarification is being sought on the I&E and balance sheet.</p> <p>CW confirmed that the audit work will continue this week but that it is dependent upon the Trust responding to us, following which we have to process the responses. CW added that GT were only ever going to provide an Audit opinion after this meeting today.</p> <p>MT sought clarity from JB that the outstanding areas of work is not related to action the Trust is required to take. JB confirmed that CW is aware of the Trust's concerns over the last three weeks insofar as the responses have been provided to GT in a timely manner but there has been a delay in GT reviewing these.</p> <p>MT highlighted to CW the assurances AS provided to the Audit Committee on 26 May where the minutes demonstrate AS confirming he had to resources to make the 23 June deadline</p>	

	<p>and furthermore there was a 'Plan b' should his own personal circumstance mean he was required to take leave. MT sought further clarity from CW as to exactly when we would receive the final version of the Audit Findings Report.</p> <p>CW added that this is subject to resolving the outstanding queries, therefore CW was unable to provide a guarantee other than he was working towards having the final Audit Findings Report for the Board for Monday 28 June. MT requested a marked up version of the final report.</p> <p>CW further informed the Committee that the National Audit Office had recently convened an extraordinary meeting with all Auditors following which we were required to seek additional sampling from Trusts.</p> <p>MT highlighted that the Audit Committee was made aware of this at the previous meeting and furthermore we have highlighted within our work carried out on accounting estimates where a more detailed review would be required.</p> <p>MT highlighted that the Letter of Representation included within the draft Audit findings Report had been reviewed and that MT was content with the paragraph relating to accounting estimates; GB provided his confirmation that he had noted the content of the draft report and letter.</p> <p><i>CW left the meeting at this point.</i></p> <p>The Audit Committee:</p> <ul style="list-style-type: none"> • Noted the content of draft report and the current position in relation to completion of the audit. 	CW
AUD-11-21	<p>External Audit Letter of Representation</p> <p>Noted within the agenda item above.</p>	
AUD-12-21	<p>Going Concern Management Assessment</p> <p>JB provided an overview of the report highlighting that the Accounts have been prepared on a going concern basis and that an annual assessment is required to support this position.</p> <p>JB further highlighted that the Trust has sufficient liquidity to continue operating and therefore meets the going concern test.</p> <p>GB confirmed that "[he has] reviewed the paper and support the Audit Committee in recommending approval to the Board".</p> <p>MT added that new guidance was issued in April and although the rules are more relaxed, it was correct and proper to deal with the matter as we have and also approved recommendation to the Trust Board for final approval.</p>	

	<p>The Audit Committee:</p> <ul style="list-style-type: none"> • Noted the content of the report relating to Going Concern and • Approved recommending final approval to the Trust Board. 	
AUD-13-21	<p>Annual Accounts</p> <p>MT noted that no material changes have been made to the Annual Accounts since the last review on 26 May 2021.</p> <p>GB noted “the paper and Accounts reviewed in conjunction with the external audit findings paper and I support the Audit Committee in recommending approval of the paper to the Board.”</p> <p>MT concluded that from an Accounts perspective, we would have been in a position to approve had we received the final Audit Findings Report.</p> <p>The Audit Committee:</p> <ul style="list-style-type: none"> • Noted the content of the Accounts. 	
AUD-14-21	<p>Annual Report (incorporating the Annual Governance Statement)</p> <p>AW provided an overview of the amendments made to the Annual Report since the last review on 26 May 2021.</p> <p>GB noted “Annual Report (incorporating Annual Governance Statement) – just one point to note, the table of attendance it doesn’t show my attendance at Performance Committee. Other than that, I support the Audit Committee in recommending approval of the paper to Board.”</p> <p>MT noted that as previously requested, changes have been made to the Annual Report as requested and subject to the additional amendments that are not material, the Audit Committee recommended approval.</p> <p>The Audit Committee:</p> <ul style="list-style-type: none"> • Recommended approval to the Trust Board. 	

Corporate Governance



MEETING NOTES

AUD-15-21	<p>Provider Licence Conditions: Compliance Against</p> <p>AW provided an overview of the requirements in line with the Provider Licence to self-certify against Condition G6 (systems for compliance with licence conditions and related obligations); Condition FT4 (compliance with Governance Arrangements) and Training of Governors.</p> <p>GB confirmed that he “reviewed the paper and I support the Audit Committee in recommending approval of the paper to Board.</p> <p>MT concurred with the recommendation for approval at Board.</p> <p>The Audit Committee:</p> <ul style="list-style-type: none">• Recommended approval at the Trust Board.	
AUD-016-21	<p>Recommendation to Trust Board</p> <p>MT provided an overview of the recommendations to Trust Board as follows:</p> <ul style="list-style-type: none">• Approval of the Going Concern assessment• Approval of the Annual Report & Annual Governance Statement• Approval of the Provider Licence self-certification.	
	<p>Any Other Business</p> <p>None raised.</p> <p>MT thanked all for their attendance and contribution and closed the meeting.</p>	

Next meeting:

Date: 28 June 2021

Location: MTeams

Start time: 16:30

Finish time:

Signature:

Date:



MEETING NOTES

Chair

| (Insert date when minutes are signed)

