

**Education Achievement Service  
Annual General Meeting (AGM)**

**Minutes of the meeting held Wednesday 10<sup>th</sup> October 2018  
at 5.00 pm in the Gateway Building, Tredomen Parc, CF82 7EH**

Present	Apologies
<p><b><u>JEG</u></b> Councillor Richard John – Monmouthshire Councillor Gail Giles - Newport Councillor David Yeowell- Torfaen</p> <p><b><u>Company Board</u></b> Councillor Garth Collier - Blaenau Gwent Councillor Lisa Phipps – Caerphilly Councillor Phil Murphy - Monmouthshire Councillor Roger Jeavons – Newport</p> <p><b><u>SEWC</u></b> Keri Cole – Caerphilly</p> <p><b><u>Audit and Risk Assurance Committee</u></b> Councillor Joanne Collins, Blaenau Gwent Councillor Martyn Groucutt, Monmouthshire</p> <p><b><u>EAS</u></b> Debbie Hartevelde, Managing Director James Kent, Interim Assistant Director Kirsty Bevan, Assistant Director Geraint Willington, Company Secretary Joanne Hughes, Clerk to the AGM</p> <p><b><u>Auditor</u></b> Rachel Bundy, UHY Hacker-Young</p>	<p>Councillor Clive Meredith – Blaenau Gwent Councillor Philippa Marsden – Caerphilly</p> <p>Councillor David Daniels – Torfaen Councillor Bob Greenland – Monmouthshire Roger Guy, Gilwern Primary, Executive member</p> <p>Dermot McChrystal (Lead Director (Torfaen)) Sarah Morgan, Newport Will McClean, Monmouthshire Lynette Jones, Blaenau Gwent Paul Matthews (Lead Chief Executive (Monmouthshire))</p> <p>Councillor Glyn Caron, Torfaen Councillor Joanna Wilkins, Blaenau Gwent Councillor Liz Aldworth, Caerphilly Councillor Carol Andrews, Caerphilly Councillor Laura Jones, Monmouthshire Councillor Deb Davies, Newport Councillor Laura Lacey, Newport Councillor Joanne Gauden, Torfaen</p> <p><b><u>Welsh Government</u></b> Claire Rowlands</p> <p><b><u>Torfaen CBC</u></b> Peter Williams Carolyn Moses-Jones Sharon Lear</p>
<b>Notes/Conclusions/Actions</b>	
<p><b>1. Meeting called to order</b></p> <p>1.1. The Chair, Councillor Roger Jeavons opened the meeting and welcomed those present. Rachel Bundy was in attendance as the external auditor.</p>	

## **2. Establish Quorum**

2.1. Quorum was established with the JEG cabinet members in attendance.

## **3. To consider the minutes of the AGM held on 15<sup>th</sup> November 2017**

3.1. Minutes of the meeting held on the 15<sup>th</sup> November 2017 were checked for accuracy. It was noted that Councillor Richard John had been in attendance having taken over from Councillor Liz Hackett-Pain.

3.2. No further matters arose from the minutes and they were approved as a true and accurate record.

## **4. Part 1 – Managing Directors Report**

4.1. Debbie Harteveld (DH) introduced her report which gave an overview of EAS activity for the financial year April 2017-March 2018. No new information was contained in the report. All information had previously been shared through JEG, ARAC and the EAS Company Board. DH ran through some of the headlines for those present.

4.2. All present were aware of the regional context. It had been reported in the EAS Business Plan for the last 3 years.

4.3. Progress made towards the EAS Business plan was reported to JEG on a termly basis. The report captured high level strengths and areas for continued improvements.

4.4. DH reminded members that the EAS had been inspected in May 2016 and the outcome of the judgements were provided in the report. The EAS was re-inspected against the recommendations under each of the 3 key questions in September 2017 and were judged R1 – Satisfactory progress, R2 -strong progress and R3 – very good progress. The EAS continued to work on these 3 areas through its business plan.

4.5. A summary of the commitments and priorities for 2018-19 were provided in section 3. The improvements required at both regional and local authority level required a strong partnership ethos to be successful. DH updated the group that progress had been made in strengthening partnerships to help schools move forward.

4.6. The outcome of a Value for Money study for 2017-18 had been reported to JEG, ARAC and the Board in full. A summary of the full report had been given in the Directors report for the AGM. The analysis had been carried out by an external consultant to bring independence to the process. As a direct quote from the report it concluded that:

*‘EAS is providing good value for money because overall outcomes are improving from a reduced level of spending as a result of resources being used efficiently, fairly and in a sustainable way; with consequent benefits for schools and pupils across the region’.*

4.7. DH reminded members that following an Estyn recommendation a comprehensive risk management policy had been implemented across the service. It was continually being reviewed and strengthened. The report provided an executive summary of the high and very high risks at a certain point in time. JEG members would be aware that they are informed of the risks on a regular basis.

4.8. Members at the AGM were fully aware of the Governance Structures outlined in the report and DH informed them the collaboration agreement (CAMA) would shortly be further strengthened

as agreed by JEG. The ARAC was now fully operational and gave strength to the EAS Company Board.

- 4.9. Sections 6.1 and 6.2 gave a snap shot of meetings held during the year and in line with a recommendation from external audit gave an overview of attendance at each of the Governance committees. DH said it would be remiss not to mention that although always quorate attendance was sporadic. This section also provided a summary of the items discussed and the policies agreed by ARAC. Extensive work had been carried out by the ARAC looking at both internal and external audit of financial management and accounts.
- 4.10. No significant issues had been raised in the financial statements by ARAC. However, with significant challenges ahead in setting a balanced budget, ARAC had raised concerns regarding change management processes. JEG were aware of these concerns and had accelerated the process of amending the collaboration agreement to mitigate the risks involved.
- 4.11. The Chair thanked Debbie for her item and asked those present if there were any questions to raise with ARAC around the discharging of their responsibilities.

Members present reflected on the attendance of the ARAC committee and when informed the quorum for ARAC was attendance by three Local Authorities felt uneasy at the lack of representation. Members of the EAS Company Board pointed out that they had already discussed attendance at Board Meetings and now felt strongly that this needed to be raised with Council Leaders.

#### **4. Part 2 - Financial Accounts – Auditors Report 2017/18**

- 4.12. Geraint Willington introduced Rachel Bundy from UHY Hacker Young prior to handing over to Councillor Martyn Groucutt from the Audit and Risk Assurance Committee (ARAC).
- 4.13. Councillor Martyn Groucutt on behalf of the ARAC informed those present that the ARAC committee had received the financial accounts for 2017/18. ARAC had been given a full and detailed explanation of the accounts and had agreed to recommend the acceptance of the accounts at the AGM.
- 4.14. Rachel Bundy (RB) drew members attention to the independent auditors report and the financial accounts for the year ended 31<sup>st</sup> March 2018. In the Auditors' opinion the financial statements had been properly prepared in accordance with International Financial Reporting Standards (IFRSs) as adopted by the European Union. The accounts had also been prepared in accordance with the requirements of the Companies Act 2006 applicable to companies reporting under IFRS and gave a true and fair view of the state of the Company's affairs as at 31<sup>st</sup> March 2018. RB recommended the accounts for approval.

**The Board resolved to accept the accounts.**

#### **5. Election of new Directors**

- 5.12. It was noted that Councillor Robert Greenland had stepped down from the Board and Councillor Phil Murphy had been appointed for Monmouthshire with effect from this AGM.

	As at AGM November 2017	As at AGM October 2018
Blaenau Gwent	Cllr Garth Collier	Cllr Garth Collier
Caerphilly	Cllr Lisa Phipps	Cllr Lisa Phipps
Monmouthshire	Cllr Robert Greenland	Cllr Phil Murphy

	Newport	Cllr Roger Jeavons	Cllr Roger Jeavons	
	Torfaen	Cllr David Daniels	Cllr David Daniels	

**6. Appointment of the Auditor 17/18**

- 6.12. Rachel Bundy (RB) left the meeting for consideration of this item.
- 6.13. Geraint Willington (GW) explained that the previously tendered contract for audit services had expired and a tender process had taken place.
- 6.14. Councillor Martyn Groucutt explained that the ARAC committee had considered the tender and agreed with the recommendation to appoint UHY Hacker Young as the external auditor for the next 4 years. Their recommendation had been agreed by the EAS Company Board.
- 6.15. Councillor Lisa Phipps proposed the appointment of UHY Hacker Young as external auditor for the next 4 years and this was seconded by all present.
- 6.16. RB returned to the meeting.

**It was confirmed that UHY Hacker Young, Chartered Accountants and Statutory Auditors, had been appointed as the Company's Auditor for 2018/19, 2019/20, 2020/21 and 2021/22.**

**7. Any special resolutions requiring approval by the membership:**

None were raised

**8. AOB**

- 8.12. Councillor Gail Giles reminded the group that she had now passed the role of Chair of the Joint Executive Group (JEG) to Councillor David Yeowell. As she exited the role she wished to say well done to Debbie Harteveld. The EAS had had a good year. It was run differently to other consortia and was well respected across Wales.
- 8.13. Councillor David Yeowell remarked that as Chair, Councillor Giles had conducted meetings in a responsible, courteous and professional manner and thanked her for her forbearance.
- 8.14. Councillor Richard John commended Debbie Harteveld for continuing to deliver more with less, not only with LA core funding but also in respect of grants. He was very impressed.
- 8.15. Members suggested and agreed to hold the next AGM earlier in the afternoon to assist attendance.

**9. Meeting adjournment**

The meeting was adjourned at. 6.10 pm