

Our Ref: EXSI8597/TB/HS/AA
Your Ref:
Date: 14 December 2016

PRIVATE & CONFIDENTIAL

The Board of Trustees
The Minerva Learning Trust (Dorset)
The Sir John Colfox Academy
Ridgeway
Bridport
Dorset
DT6 3DT

Dear Sirs

2016 Audit and Regularity Assurance Engagement of The Minerva Learning Trust (Dorset)

Introduction

In order to carry out our duties and responsibilities as auditors, we are required by International Standard on Auditing (UK and Ireland) 260 "*Communication with those charged with governance*" ("ISA 260"), to communicate matters arising from the audit of the above named Academy Trust to you.

Our fieldwork is complete and we propose to issue an unmodified audit report for the year.

Our Approach to the Audit

Our work was planned to provide a focused and robust audit, so as to:

- Provide an independent opinion as to whether the financial statements give a true and fair view; and;
- State whether the financial statements have been properly prepared in accordance with the Companies Act 2006 and Academies Accounts Direction 2015 to 2016 (AAD).

Our work was also planned to provide a "limited assurance" report on regularity in accordance with the AAD.

Because of the inherent limitations of an audit, together with the inherent limitations of internal control, there is an unavoidable risk that some material misstatements may not be detected, even though the audit is properly planned and performed in accordance with ISAs.

When planning our audit work, we sought to minimise the risk of material misstatements occurring in the financial statements. To do this, we considered both the risk inherent in the financial statements themselves and the control environment in which your Academy Trust operates. We then used this assessment to develop an effective approach to the audit.

Based on our knowledge of the Academy Trust, we assessed the risks to the Academy Trust and planned our audit with regard to these risks. Our auditing standards require us to include the following as significant risks:

- Management override; and;
- Revenue recognition.



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Responsibilities of the Trustees

The trustees are responsible for the preparation of the financial statements and for making available to us all the information and explanations we consider necessary.

The matters dealt with in this letter came to our attention during the conduct of our normal audit and assurance procedures which are designed primarily for the purpose of expressing our opinion on the financial statements of the above Academy Trust and providing a limited assurance conclusion on regularity.

In consequence our work did not encompass a detailed review of all aspects of the systems and controls and cannot be relied upon necessarily to disclose defalcations or other irregularities, or to include all possible improvements in internal control that a more extensive special examination might reveal.

We would be pleased to discuss any further work in this regard with trustees and/or management.

Qualitative Aspects of Accounting Practices, Regularity and Financial Reporting

The following key audit and accounting issues were discussed and agreed at our closing audit meeting with Gillian Jacobs on 10 November.

- Accounts presentation

- Trustees' report

- Land and buildings valuations

- Pension deficits on conversion

- ICT sinking fund

Audit Materiality

In carrying out our audit work we considered whether the financial statements are free from 'material misstatement'.

Materiality is an expression of the relative significance of a particular matter in the context of the financial statements as a whole. An item will normally be considered material if its omission would reasonably influence the decisions of those using the financial statements.

The assessment of whether a misstatement is material in the context of the financial statements is a matter of professional judgement and will have regard to both the amount and the nature of the misstatement. Thus different materiality levels may be appropriate when considering different aspects of the financial statements.

The assessment of whether a misstatement is material in the context of the regularity assurance report has been evaluated in the same way as the "true and fair" audit of the financial statements, as noted above.

Unadjusted items

We do not deem the total of the unadjusted items to be material to the financial statements. Within our letter of representation, we request you confirm that the effects of not recording such misstatements identified in the financial statements are, both individually and in the aggregate, immaterial to the financial statements of the Academy Trust as a whole.

Audit adjustments

During the course of our audit, we have identified adjustments which have been processed in the financial statements, on the agreement of management. These are attached to the letter of representation.

Internal financial controls

Our review of the Academy Trust's system of internal control is carried out to assist us in expressing an opinion on the financial statements of the Academy Trust as a whole. This work is not primarily directed towards the discovery of weaknesses or the detection of fraud or other irregularities (other than those which would influence us in forming that opinion) and should not therefore be relied upon to show that no other weaknesses exist. Accordingly, we refer only to significant matters which have come to our attention during



the course of our normal audit work and do not attempt to indicate all possible improvements which a special review might reveal.

Accompanying this letter is a memorandum noting our significant control observations together with any recommendations we have for possible improvements which could be made. See Appendix I.

Regularity assurance engagement findings

We conducted our regularity assurance engagement in accordance with the AAD. We performed a limited assurance engagement as defined in our engagement letter.

The objective of a limited assurance engagement is to perform such procedures as to obtain information and explanations in order to provide us with sufficient appropriate evidence to express a negative conclusion on regularity. A limited assurance engagement is more limited in scope than a reasonable assurance engagement and consequently does not enable us to obtain assurance that we would become aware of all significant matters that may be identified in a reasonable assurance engagement. Accordingly, we do not express a positive opinion. Our engagement included examination, on a test basis, of evidence relevant to the regularity and propriety of the Academy Trust's income and expenditure.

We propose to issue an unmodified regularity assurance report for the year.

Your comments

We would be grateful if you could enter your comments against each point under the "management response" column of Appendix 1 and return it to us in due course. This letter will be submitted to the EFA with the Financial Statements.

This letter has been prepared for the sole use of the Board of Trustees, Governors, management and others of the Academy Trust. We understand that you are required to provide a copy of this report to the Education Funding Agency. With the exception of this, no reports may be provided to third parties without our prior consent. No responsibilities are accepted by Bishop Fleming towards any party acting or refraining from action as a result of this report.

Finally we would like to take this opportunity to thank your staff for the co-operation we have received throughout our audit. If there are any further matters which you wish to discuss concerning our audit, please do not hesitate to call us.

Yours faithfully

BISHOP FLEMING LLP

APPENDIX I

Control Observations and Recommendations

Description & Impact	Recommendation	Management Response	Category
Governance matters			
<p>Central recharges</p> <p>The amount recharged to each school in respect of central services is currently based on specific cost savings made by the schools. This is instead of taking a top slice approach for example.</p> <p>Intra-mat income and expenditure is therefore often posted to several nominal codes, i.e. teaching costs. This is a time consuming approach as it involves picking out the specific costs across the schools each time a saving is made. Furthermore all postings relating to central services must be identified and adjusted for the purposes of disclosure in the statutory accounts.</p>	<p>We recommend that a recharge structure is put into place which is consistently applied across all of the schools.</p>	<p>A meeting is been convened in early January to consult on the introduction of a Funding Formula to fund central services.</p>	
Accounting matters			
<p>Opening reserves</p> <p>Opening reserves did not reconcile to the accounts. The initial trial balance showed opening reserves of £511,327 and the 2015 year end accounts showed closing reserves of £17,754. It was later found that opening balances had not been posted correctly for fixed assets and the pension deficit.</p>	<p>We recommend that the closing reserves are reconciled to the closing accounts.</p>	<p>Requesting further training from PS Financials on end of year close down process.</p>	
<p>Trial balance difference</p> <p>The trial balance provided had a difference of £1,786. This was due to several journals being posted which did not balance. We understand that the journals were posted by the expert brought in from PSF to help with the yearend close down.</p>	<p>We recommend that all journals posted in future balance and net off to Nil.</p>	<p>See above.</p>	

Description & Impact	Recommendation	Management Response	Category
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Fixed asset register	We recommend that a fixed asset register is kept and maintained.	A centrally maintained asset register to be put in place-Target date 1/02/17	
No fixed asset register is currently being kept or maintained. This increases the risk of theft of assets and capital expenditure being included in revenue nominal codes.			

-  Observations refer to issues that are so fundamental to the system of internal control that management should address immediately to minimise the risk of a material misstatement within the financial statements
-  Observations refer mainly to issues that have an important effect on the system of internal control and, if left uncorrected could potentially lead to a material misstatement within the financial statements.
-  Observations refer to issues that would if corrected, improve internal control in general and engender good practice, but is unlikely to have a material impact on the financial statements