## GOVERNANCE STATEMENT

### Scope of responsibility

As Trustees, we acknowledge we have overall responsibility for ensuring that The Free School Norwich has an effective and appropriate system of control, financial and otherwise. However, such a system is designed to manage rather than eliminate the risk of failure to achieve business objectives, and can provide only reasonable and not absolute assurance against material misstatement or loss.

As Trustees, we have reviewed and taken account of the guidance in DfE's Governance Guide.

The Board of Trustees has delegated the day-to-day responsibility to the Principal, as Accounting Officer, for ensuring financial controls conform with the requirements of both propriety and good financial management and in accordance with the requirements and responsibilities assigned to it in the funding agreement between The Free School Norwich and the Secretary of State for Education. They are also responsible for reporting to the Board of Trustees any material weaknesses or breakdowns in internal control.

### Governance

The information on governance included here supplements that described in the Trustees' Report and in the Statement of Trustees' Responsibilities. The Board of Trustees has formally met 6 times during the year.

Attendance during the year at meetings of the Board of Trustees was as follows:

| Trustee | Meetings attended | Out of a possible |
|---|---|---|
| J Virgoe, Chair of Trustees | 5 | 6 |
| D Webster, Principal | 6 | 6 |
| J Rix | 4 | 6 |
| A McCloud | 2 | 6 |
| G Joel (appointed 31 March 2025) | 3 | 3 |
| K Gallagher (appointed 31 March 2025) | 2 | 2 |
| C Sofopoulos (appointed 19 May 2025) | 1 | 1 |
| R Toye (resigned 15 October 2024) | 0 | 1 |

During the year one Trustee resigned, with our grateful thanks for their support. We have engaged 1 parent Trustee and co-opted 2 further Trustees. Their skills compliment the Board. A regular annual review of the Board of Trustees will continue as well as actively seeking to increase the skills and expertise on the Board.

The Board of Trustees provides a critical yet supportive network for the school. This includes analysis and challenge of the school’s performance both in terms of results, ongoing monitoring of the School Improvement Plan and financial management as well as feedback from key stakeholders

The Board of Trustees is mindful of its own development and carries out an annual skills audit to identify any gaps as well as a self-evaluation process to review performance and identify development areas. Trustees are required to attend training sessions on safeguarding and are actively encouraged to attend other training sessions to further their understanding of the education arena.

In the last twelve months, the Board of Trustees has been working well together making use of the skills of each Trustee and meeting the needs of the school.

## GOVERNANCE STATEMENT (CONTINUED)

### Governance (continued)

The Board of Trustees, in conjunction with the Principal, have agreed improvements in reporting such as the Principal's Report and attainment results from the school. This has resulted in the production of more streamlined and focussed reports and the Board has a much better understanding of the attainment data that is distilled from ASP and the school's own internal systems. This provides the Board of Trustees with the ability to challenge the results and get to know the story behind them. This is important within a school with such small cohorts and one or two pupils can have a significant impact on the statistics.

The Trust maintains a register of Trustees' interests and publishes relevant parts on the Trust's website. In addition, Trustees are required to declare an interest in matters under discussion at Board of Trustees and Committee meetings. If there is any doubt about Trustees' ability to act impartially they are required to withdraw from the meeting and not vote. Any transactions involving organisations with which a Trustee has an interest are conducted in accordance with the Trust's financial regulations and procedures.

The Finance & HR Committee is a sub group of the main Board of Trustees. Its purpose is to review and monitor the financial performance of the school. This includes formal budget approval, adhering to spending of GAG, Pupil Premium and SEN funding in accordance with DfE/ESFA requirements as well as ensuring the spending of funds represents value for money. The Finance & HR Committee has formally met 6 times during the year.

Attendance during the year at meetings was as follows:

| Trustee | Meetings attended | Out of a possible |
|---|---|---|
| S Bacon (School Business Manager) | 6 | 6 |
| J Virgoe | 6 | 6 |
| D Webster | 6 | 6 |

**Governance (continued)**

The Risk & Audit Committee is a subgroup of the main Board of Trustees. Its purpose is to provide assurance to Trustees that risks are being adequately identified and managed by reviewing the risks to the school and internal control, and agreeing a programme of work to address or tolerate the risks and provide assurance on those risks. It also informs the Trustee Statement in the annual accounts.

The composition of the Risk & Audit Committee is a minimum of 3 Trustees and the Principal. The Chair is appointed annually and cannot be the Chair of the Trustee Board or a member of staff. For the academic year 2024/25 A McCloud was appointed the Chair following his induction as a new Trustee but he has struggled to balance work, home and new Trustee commitments as can be seen by his attendance.

The Risk & Audit Committee aims to meet formally at least 3 times during the year. However, a reduced number of Trustees in the year meant meetings being quorum proved difficult. One Trustee left in June 2024 after completing her 4-year term, another resigned due to serious ill health in October 2024, leaving just J Rix and J Virgoe whist A McCloud got up to speed.

As a consequence, the Trust Board took the decision to add a Risk & Audit Committee meeting before the main Trust Board meeting – this happened after TB4, TB5 and TB6. In the first half of the year the risk register was reviewed and key risk related matters were incorporated into the main Trust Board meeting to ensure continued rigour.

Going forward from 2025/26, a formal Risk & Audit Committee meeting will be scheduled in advance of 3 of the main Trust Board meetings (TB2, TB4 and TB6). These will be minuted as separate meetings.

Attendance during the year at meetings was as follows:

| Trustee | Meetings attended | Out of a possible |
|---|---|---|
| A McCloud (Chair) | 1 | 3 |
| J Rix | 2 | 3 |
| J Virgoe | 3 | 3 |
| D Webster (Principal) | 3 | 3 |
| G Joel | 2 | 3 |
| K Gallagher | 2 | 2 |
| C Sofopoulos | 1 | 2 |

**Review of value for money**

As Accounting Officer, the Principal has responsibility for ensuring that the Trust delivers good value in the use of public resources. The Accounting Officer understands that value for money refers to educational and wider societal outcomes, as well as estates safety and management, achieved in return for the taxpayer resources received.

The Accounting Officer considers how the Trust's use of its resources has provided good value for money during each academic year, and reports to the Board of Trustees where value for money can be improved, including the use of benchmarking data or by using a framework where appropriate. The Accounting Officer for the Trust has delivered improved value for money during the year by:

Improving Educational Results

The Senior Leadership Team and Board of Trustees ensures that funds are allocated to the most appropriate areas throughout the school with the primary focus being the continuing development of our pupils. This includes our diverse curriculum, specialist staff to support our SEN pupils as well as specialist staff in areas such as sport and music. The staff are deployed appropriately to ensure pupils are getting the best from their time and supported in all areas (with a particular focus on the differing needs of each pupil).

The school regularly reviews performance of staff and pupils to ensure it is being effective in achieving its educational aspirations. These reviews help to highlight areas that may need attention so that staffing arrangements can be revised if required to help focus on specific areas if appropriate.

Financial Governance

The Finance & HR Committee meet six times a year to review the school's finances to ensure the school is functioning in line with expectations and funds are being managed effectively in line with the school's needs and that the school is fulfilling its primary function as an educator.

This function is supported by one annual audit and internal audits as required to ensure the controls and procedures within the school are effective and fit for purpose. All annual and periodic findings are reported to the Board of Trustees at each of the six Board of Trustees Meetings.

Cost Effective Purchasing

The Finance and Procurement Policy sets out how the school will ensure value for money. The consideration of value for money is not solely based on cost alone, consideration is also given to the quality of the service/products, reputation of the business and ongoing service/guarantees for the products and/or services provided.

Existing contracts with providers are reviewed either annually or when they reach the end of the term to ensure that they are still suitable for the school both in terms of quality and value for money.

Income Generation

The school has outsourced the running of its out of hours provision (Squirrels) to external providers who pay a fee for use of site and facilities. This helps to generate some additional income for the school which in turn contributes to added value expenditure the whole school benefits from.

**The purpose of the system of internal control**

The system of internal control is designed to manage risk to a reasonable level rather than to eliminate all risk of failure to achieve policies, aims and objectives. It can, therefore, only provide reasonable and not absolute assurance of effectiveness. The system of internal control is based on an on-going process designed to identify and prioritise the risks to the achievement of Trust policies, aims and objectives, to evaluate the likelihood of those risks being realised and the impact should they be realised, and to manage them efficiently, effectively and economically. The system of internal control has been in place in The Free School Norwich for the year 1 September 2024 to 31 August 2025 and up to the date of approval of the annual report and financial statements.

**Capacity to handle risk**

The Board of Trustees is maintaining a formal risk register that is in use to manage the risks the Trust is exposed to, and has developed the financial and compliance controls to mitigate those risks. The Board of Trustees is of the view that the risk register provides a robust and formal process for identifying, evaluating and managing the Trust's risks. The risk register is reviewed regularly at Board of Trustees meetings and up to the date for approval of the annual report and financial statements.

**The risk and control framework**

The Trust's system of internal financial control is based on a framework of regular management information and administrative procedures including the segregation of duties and a system of delegation and accountability. In particular, it includes:

- Comprehensive budgeting and monitoring systems with an annual budget and periodic financial reports which are reviewed and agreed by the Board of Trustees
- Regular reviews by the Finance & HR Committee of reports, which indicate financial performance against the forecasts and of major purchase plans, capital works and expenditure programmes
- Setting targets to measure financial and other performance
- Clearly defined purchasing (asset purchase or capital investment) guidelines
- Identification and management of risks

The Board of Trustees has applied several options to ensure we deliver our internal scrutiny function to review and evaluate the Trust's financial and risk management systems.

The scrutiny included giving advice and recommendations following a range of checks on the systems as follows:

The appointment of experts to perform annual checks on key aspects of machinery and property.

The appointment of non-employed Trustees with relevant skills and knowledge
- Julia Virgoe - Finance and Internal Audit
- Kerrie Gallagher - Safeguarding
- Gareth Joel - Education/ Curriculum
- Andrew McCloud - Health and Safety
- Christos Sofopoulos - Health and Safety

On a termly basis, the internal scrutiny program is reviewed under several agenda items at the Trustee Board Meetings. The risk register and relevant reports are submitted via the Finance & HR Committee, the Risk & Audit Committee or directly from a Trustee, on the operation of the systems of control and on the discharge of the Board of Trustees' financial responsibilities.

## GOVERNANCE STATEMENT (CONTINUED)

### The risk and control framework (continued)

On an annual basis the Chair of the Risk & Audit Committee prepares a summary report outlining the areas reviewed, key findings, recommendations and conclusions to help the Board of Trustees consider actions and assess year on year progress.

The program has delivered the schedule of work as planned, with no significant control issues arising as a result of the internal auditor's/reviewer's work.

### Review of effectiveness

As Accounting Officer, the Principal has responsibility for reviewing the effectiveness of the system of internal control. During the year in question the review has been informed by:

- the work of the external auditors;
- the work of the executive managers within the Trust who have responsibility for the development and maintenance of the internal control framework;
- the work of internal auditors.

The Accounting Officer has been advised of the implications of the result of their review of the system of internal control by the Risk & Audit Committee and a plan to address weaknesses and ensure continuous improvement of the system is in place.

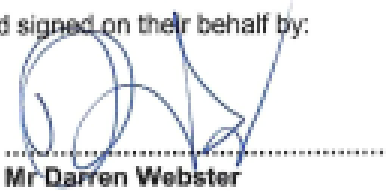
### Conclusion

Based on the advice of the Risk & Audit Committee and the Accounting Officer, the Board of Trustees is of the opinion that the Trust has an adequate and effective framework for governance, risk management and control.

Approved by order of the members of the Board of Trustees and signed on their behalf by:



J Virgoe
(Chair of Trustees)



Mr Darren Webster
(Accounting Officer)

Date: 1 December 2025