



“All equal, all different, all achieving together”

Learn@ MAT Terms of Reference

Audit, Finance and Resource Committee

Constitution

The Board of Trustees (“the Board”) has resolved to establish an Audit, Finance and Resources Committee in accordance with the provisions of Article 100 of the Articles of Association to advise the Board on matters relating to the Academy Trust’s audit arrangements and systems of internal control, finance policies and planning, financial monitoring, premises and staffing. This Committee shall operate in accordance with any requirements of the Education & Skills Funding Agency and any other national funding bodies. It is responsible to the Board.

Authority

The Committee is authorised by the Board to:

- investigate any activity within its terms of reference.
- seek any information it requires from the internal audit service, the financial statements auditor, Governors, Committees and College employees, plus relevant information from subcontractors and other third parties.
- obtain external professional advice.

Membership and quorum

- The Board may co-opt persons to the Committee who are not Governors. The Committee shall consist of a minimum of 3 and a maximum of 6 members (of whom at least two shall be Governors and at least one of whom shall have the relevant skills and expertise). The Chair of the Board, the Principal, Staff Governor shall not be eligible for membership. The Committee may include employees of the Academy (other than senior postholders and those with executive responsibilities in the Academy at senior level).
- 50% of members, rounded up represent a quorum, provided that there are a majority of Board members present.

Chair and Vice Chair:

- The Chair and Vice Chair of this committee will be identified and elected by the Learn@ Trust Board.
- The Chair and Vice Chair of this committee will serve a two-year term.
- After a two-year term the Chair and Vice Chair will be subject to a review by the full Trust Board.
- Should the Chair or Vice Chair resign from their position the Trust Board will identify and elect their replacement.

Meetings

- The Committee shall meet as necessary but normally at least once per term.
- The Chair or any two members may call a meeting.
- The meetings shall be timely with the work of the Academy’s internal audit service and the financial statements auditor.
- Non-members may be invited to attend meetings.

- Other Board members shall not have the right to attend meetings.
- The Clerk to the Committee will keep appropriate records of the proceedings.
- The minutes of Committee meetings shall be circulated to all Board members.

Duties

Financial policy and planning

- To review, adopt and monitor a Finance Policy which includes the scheme of delegation for spending and budgetary adjustments for the committee, Learn@ MAT Board and other nominated staff.
- To review, adopt and monitor all additional financial policies, including a charging and remissions policy and investments policy.
- To establish and maintain a three year financial plan, taking into the account priorities of the Learn@ MAT Improvement Plan, roll projection and signals from central government and (if applicable) the LA regarding future years' budgets, within the constraints of available information.
- To make decisions in respect of service level agreements.

Financial monitoring

- To ensure compliance with the Academies Financial Handbook and Learn@ MAT's funding agreement.
- Provide assurances to the Board of Trustees that all risks are being adequately identified and managed with particular regard to:
 - reviewing the risks to internal financial control at the trust
 - agreeing a programme of work to address, and provide assurance on, those risks
- To monitor the income and expenditure throughout the year of all delegated and devolved funds against the annual budget plan.
- To receive at least termly budget monitoring reports from the CFOO.
- To report back to each meeting of the Board and to alert them of potential problems or significant anomalies at an early date.
- To meet with other committees and provide them with the information they need to perform their duties.
- Subject to the local scheme of delegation, to approve any budgetary adjustments that will from time to time be necessary in response to the evolving requirements of the Board.
- To prepare the Trustees Report and Governance Statement to form part of the Statutory Accounts of the MAT and for filing in accordance with Companies Act requirements.
- To receive auditors' reports and to recommend the Board action as appropriate in response to audit findings.
- To recommend to the Board the appointment or reappointment of the auditors of the MAT.
- Ensure that spending decisions represent value for money, regularity and propriety

- To approve submission of all other financial returns are requested by the Education and Skills Funding Agency.

Premises

- To provide support and guidance for the Board and the CEO on all matters relating to the maintenance and development of the premises and grounds, including Health and Safety.
- To ensure that an annual inspection of the premises and grounds takes place and a report is received identifying any issues.
- To inform the Board of the report and set out a proposed order of priorities for maintenance and development, for the approval of the Board.
- To arrange professional surveys and emergency work as necessary.
- The CFOO and CEO are authorised to commit expenditure without the prior approval of the committee in any emergency where delay would result in further damage or present a risk to the health and safety of pupils or staff. In this event the CEO and CFOO would normally be expected to consult the committee chair at the earliest opportunity.
- To create a project committee where necessary to oversee any major developments.
- To establish and keep under review an Accessibility Plan and a Building Development Plan
- To review, adopt and monitor a Health and Safety policy.
- To ensure that the Board's responsibilities regarding litter, refuse and dog excrement are discharged according to Section 89 of the Environmental Protection Act 1990, so far as is practicable.
- To ensure that adequate insurance cover is in place to comply with Learn@MAT's legal obligations and funding agreement.

Staffing

- To ensure that the MAT is staffed sufficiently for the fulfilment of the MAT's development plan and the effective operation of the MAT.
- To establish and oversee the operation of the MAT's Appraisal Policy - including the arrangements and operation of the MAT's appraisal procedures for the CEO.
- To establish a Pay Policy for all categories of staff.
- To be responsible for the administration and review of the Pay Policy.
- To ensure that staffing procedures (including recruitment procedures) follow current equalities legislation.
- To annually review procedures for dealing with staff discipline and grievances and make recommendations to the Board for approval.
- To monitor approved procedures for staff discipline and grievance and ensure that staff are kept informed of these.

- To recommend to the Board staff selection procedures, ensuring that they conform with safer recruitment practice, and to review these procedures as necessary.
- In consultation with staff, to oversee any process leading to staff reductions.
- To establish the annual and longer-term salary budgets and other costs relating to personnel, e.g. training.

Fraud, theft, irregularity and cybercrime

- To ensure the Trust is aware of the risk of fraud, theft and irregularity
- To ensure the Trust have in place proportionate controls.
- To ensure the Trust take appropriate action where fraud, theft or irregularity is suspected or identified.
- To ensure the Trustees notify the ESFA of any instances of fraud, theft and/or irregularity exceeding £5,000 individually, or £5,000 cumulatively in any financial year.
- To ensure unusual or systematic fraud, regardless of value, is also
- be reported. The following information is required:
 - full details of the event(s) with dates
 - the financial value of the loss
 - measures taken to prevent recurrence
 - whether it was referred to the police (and if not why)
 - whether insurance or the RPA have offset any loss.

Cybercrime

- To ensure the Trust is aware of the risk of cybercrime
- To ensure proportionate controls are in place
- To ensure the Trust takes appropriate action where a cyber security incident has occurred.
- To ensure the Trust obtains permission from the ESDA to pay any cyber ransom demands

Review Cycle	Annually	Review Body	Audit Finance and Resource Committee
Review Date	July 2021	Status	Statutory
Authorised by	Board of Trustees	Review Date	July 2022