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# TERMS OF REFERENCE

Updated September 2020

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# Terms of Reference

## AIMS Committee

The Education Committee for the Trust on:

- **Achievement** and evaluation
- School **Improvement**
- Social **Mobility**
- **Safeguarding**

*Keeping teaching and learning at the heart of everything we do*

### 1. Remit and responsibilities of the Committee

- To review the self-evaluation of the Trust carried out by Senior Leaders in individual Academies and by the Trust Executive Team
- To review the progress of the Trust against agreed educational KPIs
- To review any policies related to the educational aspects of the Trust's work and consider proposed revisions to these policies affecting all Academies
- To review the effectiveness of leadership and management of the following aspects of the Trust's work:
  - School Improvement
  - Developing people
- To investigate any lines of enquiry referred to it by the Board of Trustees
- To liaise with the CEO on matters to be communicated to Local Governing Bodies

In the light of the above, it will be the Committee's responsibility:

- To report the findings of their scrutiny and review to the Board of Trustees
- To recommend educational targets and development plan priorities for the Trust as a whole and the individual academies within it
- To recommend any further necessary action

1.1 In particular, the Committee will review and recommend in the following areas:

#### 1.1.1 Achievement and evaluation

- To review the SEF documents prepared by the Trust Executive and the SLT of each Academy
- To review the assessment data prepared termly across the Trust
- To ensure that sufficient progress is being made against agreed KPIs
- To make recommendations to the Board in the light of the above

#### 1.1.2 Improvement

- To receive reports on the quality of teaching and learning and the effectiveness of leadership and management
- To receive reports on professional development and training
- To consider curriculum issues with reference to policy statements and to ensure that each Academy publishes the required information concerning its curriculum and performance

- To receive reports on student attendance, punctuality, exclusions and disciplinary matters
- To make recommendations to the Board of trustees in the light of the above

### **1.1.3 Social Mobility**

- To receive reports from the Director of Social Mobility
- To ensure that each Academy fulfils its legal responsibilities for students with Special Educational Needs and Disabilities (SEND)
- To ensure, in partnership with the Business, Audit and Risk Committee, that Pupil Premium funding is used effectively across the Trust in terms of impact on educational and opportunity outcomes
- To ensure that the progress of all vulnerable groups is in line with agreed KPIs
- To make recommendations to the Board in the light of the above

### **1.1.4 Safeguarding**

- To receive reports from the Trust Executive Team on all matters relating to Safeguarding
- To ensure compliance with all legislation related to keeping children and staff safe
- To make recommendations to the Board of Trustees in the light of the above

## **2. Practice and protocols of the Committee**

### **2.1 Membership**

- The Committee shall have a minimum of 3 and maximum of 6 members, with the majority being members of the Board of Trustees.
- The quorum shall be a majority of the Committee members.
- The Chair must be a member of the Board of Trustees and shall be elected at the first meeting of each academic year.

### **2.2 Conduct of meetings**

- The committee will meet at least termly.
- The committee may invite key personnel to attend its meetings, but unless they are members of the Board of Trustees, they will not be entitled to vote.
- Any officer of the Trust shall be directed to co-operate with requests from the Committee for any appropriate information that it requires.
- Minutes of each meeting will be taken by a clerk appointed by the Trust Board
- No vote shall be taken unless the majority of members present are Trustees.

### **2.3 Reporting procedures**

- Within 14 days of each meeting, the Committee will:
  - Produce and agree minutes of the meeting
  - Provide a summary document identifying decisions made; recommendations to the Board of Trustees; any items for the information of the Board of Trustees; and items for further discussion by the board of Trustees
- Committee reports can be agreed by committee members by email
- The Committee reports will be sent to the Board of Trustees within 21 days of each Committee meeting
- The Committee shall arrange for the production and delivery of such other reports or updates as requested by the Board of Trustees from time to time
- The Committee shall conduct an annual review of its work and the powers and functions delegated to it under these terms of reference and shall report the outcome and make recommendations to the Board of Trustees

# Finance & Resources Committee

## Constitution

1. The Trust Board resolves to establish a committee of the Trust Board to be known as the Finance and Resources Committee.

## Membership

2. The Committee shall be appointed by the Trust Board and shall consist of not less than 3 or more than 6 members, with the majority being members of the Board of Trustees. Members of the Committee should not also be members of the Audit Committee. A quorum shall be a majority of the Committee members.
3. The Chair of the Committee must be a member of the Board of Trustees and shall be appointed by the Trust Board from amongst the independent non-executive directors. The Chair should have the necessary financial background and/or qualifications to undertake the role effectively.

## Attendance at Meetings

4. The Chief Executive and Chief Finance Officer shall normally attend meetings, or parts thereof, at the invitation of the Committee. The Chair of the Trust, other Board members and senior officers may also attend if invited by the Committee. The Committee has the right to exclude any Director and any other attendees during any part of Committee business.

## Frequency of Meetings

5. Meetings shall be held not less than 3 times a year.

## Purpose

6. The Committee is authorised by the Trust Board to:
  - Investigate any activity within its terms of reference;
  - Seek any appropriate information that it requires from any officer within the Trust and all officers are directed to co-operate with any request made.

## Responsibilities

7. The responsibilities of the Committee shall include:
  - To consider the academies indicative funding, notified annually by the Education and Skills Funding Agency, and to assess the risks and/or implications for the Trust's academies, drawing any matters of significance or concern to the attention of the Trust Board.
  - To contribute to the formulation of the Trust's and its academies strategic and development/business plans, through the consideration of financial priorities and proposals and to review the level and use of revenue and capital reserves.
  - To advise the Board on the efficacy or otherwise of the curriculum through the FRC oversight of Integrated Curriculum and Financial Planning in the Trust's academies.
  - To receive and make recommendations on the broad budget headings and areas of expenditure to be adopted each year, including the level and use of any contingency fund or balances,

ensuring the compatibility of all such proposals with the development priorities set out in the Strategic Development plan.

- To review and challenge the proposed annual budgets for the Trust, and to recommend their approval to the Trust Board.
- To have access to monthly management accounts and to monitor and review progress against budget throughout the year for the Trust, drawing any matters of concern to the attention of the Trust Board.
- To approve proposed changes during the year to the initial budget, in line with the authority delegated to the Committee under the Scheme of Delegation.
- To monitor and review, on a regular basis, procedures for ensuring the effective implementation and operation of financial procedures, for example the implementation of banking arrangements and, where appropriate, to make recommendations for improvement.
- To approve policies on behalf of the Trust Board, other than those policies reserved for the Trust Board's approval.
- To receive and review reports from the Finance Director on the waiver of competitive quotations and tenders, ensuring the waivers have been duly authorised and are justified
- To review the strategic risks, and the adequacy and delivery of any mitigating actions, in relation to the areas delegated to the Committee
- To receive and review reports for the Chief Executive Officer detailing how the Trust is discharging its Health and Safety legal responsibilities for its staff and students
- To monitor on all Key Performance Indicators as delegated to the Committee
- To undertake all other responsibilities delegated to the Committee by the Trust Board through the Scheme of Delegation or specific resolution, including the specific responsibilities relating to:
  - Asset Management Strategic and Operational planning and delivery
  - Reviewing the adequacy of insurance arrangements
  - Reviewing the adequacy of ICT arrangements and consider and review the Trust's digital strategy and its delivery.
  - Reviewing the adequacy of HR / Payroll arrangements, including:
    - Oversight of the staffing establishment and appointments in line with the Scheme of Delegation.
    - Consider and review the Trust's HR strategy and monitor its delivery.
    - Consider specific HR issues in line with the Scheme of Delegation and make recommendations to the Trust Board where necessary.
  - Approving the write off disposals of assets and write-offs in line with the Scheme of Delegation
  - Approving contracts in line with the Scheme of Delegation

## Reporting Procedures

8. The Chair of the Committee shall ensure that:

- minutes are submitted to the Trust Board within 14 working days of the meeting being held and are *signed at the next meeting to confirm their accuracy*.
- a summary document is prepared, identifying decisions made; recommendations to the Board of Trustees; any items for the information of the Board of Trustees; and items for further discussion by the board of Trustees

# Audit & Risk Committee

## Constitution

1. The Trust Board resolves to establish a committee of the Trust Board to be known as the Audit and Risk Committee.

## Membership

2. The Committee shall be appointed by the Trust Board and shall consist of not less than 3 or more than 6 members, with the majority being members of the Board of Trustees. Members of the Committee should not also be members of the Finance and Resources Committee. A quorum shall be a majority of the Committee members.
3. The Chair of the Committee must be a member of the Board of Trustees and shall be appointed by the Trust Board from amongst the independent non-executive directors. At least one member of the Audit and Risk Committee should have significant, recent and relevant financial experience.

## Attendance at Meetings

4. The Chair of the Board of Trustees and the Chair of the Finance and Resource Committee shall not be members of the Audit and Risk Committee. The Chair of the Trust Board, Accounting Officer and others at the discretion of the Chair of Audit Committee, may attend the meeting by invitation.

## Frequency of Meetings

5. Meetings shall be held not less than 3 times a year. The CEO and CFO shall normally attend meetings, or part of, at the invitation of the Committee. The Chair of the Trust, other Board members, senior officers and a representative of the external or internal auditors may also attend if invited by the Committee. The Committee has the right to exclude any Executive Director and any other attendees during any part of Committee business. At least one meeting each year should be where the Audit and Risk Committee meets the auditors without the executive directors and or the Chair of the Trust present.

## Purpose

6. The Committee is authorised by the Trust Board to:
  - Investigate any activity within its terms of reference;
  - Seek any appropriate information that it requires from any officer within the Trust and all officers are directed to cooperate with any request made.

## Responsibilities

7. The strategic responsibility of the Committee is to provide independent advice and assurance to the Trust Board, primarily in relation to matters of probity, propriety and the effective stewardship of public funds, including value for money.

8. Specific responsibilities of the Committee include:

- Review the adequacy and effectiveness of the Trust's governance, risk management and internal control arrangements, as well as its arrangements for securing value for money
- Consider the appointment of the external auditor, internal audit provision and assessing their independence
- Review the management letter and management's response
- Recommend to the Board the approval of the annual accounts
- Review the internal assurance programme and individual reports including reports on the effectiveness of systems for internal financial control, financial reporting and risk management
- Review the approach for due diligence for schools joining the Trust
- Review the Trust's procedures for handling allegations from whistle-blowers and allegations of fraud, bribery and corruption
- Review and challenging the actions and judgements of management, in relation to the annual financial statements, before submission to the Trust Board
- Review the skills and competence of all staff involved in the financial controls within the Trust.
- Review Business interest and hospitality policies for staff and trustees.
- Review and consider any regulatory changes impacting the scope and remit of the committee.

9. The Committee will ensure that the policy and procedures for risk management are adequate including:

- Identifying the types of risk the Trust faces
- Scoring and prioritising risks in terms of their potential operational and financial impact
- Identifying the likelihood of their occurrence
- Identifying how risks will be mitigated
- Act as a catalyst for risk management activity across the Trust, ensuring that Members, Trustees and local governors have a clear understanding of how risk is managed across the Trust and the sources of assurance that are available to support this knowledge

The Committee will agree an annual programme of work to address and provide assurance on risks.

### **Reporting Procedures**

10. The Committee must present its annual programme of work to the Trust Board at the earliest possible opportunity in each financial year. The Board must provide written commentary of the completeness and whether the programme provides the assurance the Board seeks for the financial year ahead.

11. The Chair of the Audit and Risk Committee shall ensure that:

- minutes are submitted to the Trust Board within 14 days of the meeting being held and are signed at the next meeting to confirm their accuracy
- a summary document is prepared, identifying decisions made; recommendations to the Board of Trustees; any items for the information of the Board of Trustees; and items for further discussion by the board of Trustees

12. The Audit and Risk Committee shall prepare, each year, a report on its role and responsibilities and the actions it has taken to discharge those responsibilities for inclusion in the annual report and accounts. Such a report should specifically include a summary of the role of the Audit and Risk Committee and the way the Audit and Risk Committee discharges its responsibilities.



### **3. Practice and protocols of the Committee**

#### **3.1 Membership**

- The Committee shall have a minimum of 3 and maximum of 6 members, with the majority being members of the Board of Trustees.
- The quorum shall be a majority of the Committee members.
- The Chair must be a member of the Board of Trustees and shall be elected at the first meeting of each academic year.

#### **3.2 Conduct of meetings**

- The committee will meet at least termly.
- The committee may invite key personnel to attend its meetings, but unless they are members of the Board of Trustees, they will not be entitled to vote.
- Any officer of the Trust shall be directed to co-operate with requests from the Committee for any appropriate information that it requires.
- Minutes of each meeting will be taken by a clerk appointed by the Trust Board
- No vote shall be taken unless the majority of members present are Trustees.

#### **3.3 Reporting procedures**

- Within 14 days of each meeting, the Committee will:
  - Produce and agree minutes of the meeting
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## Staff Appointment Panels

HR INTERVIEW AND APPOINTMENT PANELS	
Position	Minimum Panel Membership <i>Note: This means the selection panel / process should include these people – the actual full panel membership is not restricted/limited to these people.</i>
CEO	Trust Board
CFO / other Executive Trust posts	CEO and a minimum of 2 members of the Trust Board
Head teacher / Principal (incl. Executive Principal / Associate Principal)	CEO and a minimum of 1 LGB and 1 Trustee. Wherever possible, the panel should include an independent advisor or an education advisor from the DFE.
Directors of Education / School Improvement or Business Services (Trust-wide)	CEO and at least 2 others determined by the CEO (typically the CFO and the chair or member of the BAR committee for business support posts and the Chair or other member of the AIMS committee for education leadership posts).
Deputy Principals or other senior staff who may deputise for the principal.	Principal, CEO and at least one member of the LGB (and typically a member of the AIMS committee).
Assistant Principals and other leadership scale posts.	Principal, CEO (or nominated representative) and at least one member of the LGB.
Head of Department / Faculty	Principal and at least 2 others as determined by the principal.
TLR Posts	Principal (or nominated representative) and at least 2 others as determined by the principal.
All other Teaching and non-teaching posts	Principal (or nominated representative) and at least 2 others as determined by the principal.

## New Posts and Accelerated Progression

AUTHORITY FOR NEW POSTS / ACCELERATED PROGRESSION	
All new posts	Require written approval from the CEO
Accelerated progression >1 scale point	Requires approval from the CEO and relevant Pay Committee giving due regard to relevant pay and performance management appraisal policies.