

# Trust Audit and Risk Committee

## Terms of Reference

### Annual Review

Reviewed By	Approved By	Approved	Version	Review Date
Audit and Risk Committee	P Oldfield	8 <sup>th</sup> July 2020	V2.0	July 2021
Martyn Jones	Martyn Jones	14 <sup>th</sup> December 2020	V2.1	July 2021
Trust Board	Trust Board	10 <sup>th</sup> March 2021	V2.2	July 2021
Trust Board	Trust Board	14 <sup>th</sup> July 2021	V3.0	July 2022
Trust Board	Trust Board	8 <sup>th</sup> December 2021	V3.1	July 2022
Trust Board	Trust Board	13 <sup>th</sup> July 2022	V4.0	July 2023

### Version Control

Number	Date	Detail
2.0	July 2020	New Format
2.1	Dec 2020	Adjustment to Scope of board – policies
2.2	March 2021	Adjustment to appendix A; rewording of policies titles to comply with updated policy lists.
3.0	July 2021	Annual review - Membership section: link governance added

		<ul style="list-style-type: none"><li>- Relationship with the Board of Trustees and other committees: wording additional for local governing body assurance visits</li><li>- Appendix A, correlating with adjustments to scheme of delegation.</li></ul>
3.1	December 2021	Adjustment to appendix A
4.0	July 2022	Annual review: <ul style="list-style-type: none"><li>• Update to strategic functions to reflect code of conduct</li><li>• Adjustment to Scope of board – policies</li></ul>



## Introduction

The Governance Handbook issued by the Department for Education states:

*All boards, no matter what type of schools or how many schools they govern, have three core functions:*

- 1. Ensuring clarity of vision, ethos and strategic direction;*
- 2. Holding executive leaders to account for the educational performance of the organisation and its pupils, and the performance management of staff; and*
- 3. Overseeing the financial performance of the organisation and making sure its money is well spent.*

In addition to the above is:

- 4. Ensuring that other key players with a stake in the organisation get their voices heard*

The purpose of this Committee is to ensure that the detailed work of the all of these three core functions is carried out with due regard for principles of public life and associated regulations and guidance. It does this in an independent capacity and must have the authority to act if internal control systems are not sufficiently robust or irregular practices are evidenced or reported.

Further guidance on this area can be found in the [Governance handbook](#) issued by the DfE and also the [Competency framework for governance](#).

## Membership

Members of this Committee will be appointed by the Board of Trustees and should comprise of as a minimum:

- 3 Trustees (Chair to be elected)
- Independent Members as co-opted (no minimum requirement)

Attendees of this Committee would normally be as a minimum:

- Accounting Officer
- Chief Financial Officer

The Committee may make recommendations to the Board of Trustees for co-option of non-Trustee members.

The Audit and Risk Committee must allocate, from within their membership, link Trustee roles as guided by the link governance structure for the Mast Academy Trust, specifically for:

- Health and Safety
- Internal scrutiny and processes

The Committee may invite staff colleagues to be in attendance at meetings where they will add benefit/contribution to discussions and the agenda.

The Accounting Officer and Chief Financial Officer should be asked to leave the meeting for proportions of the agenda where independent audit feedback review needs to be considered by non-executive members.

### Quorum

The quorum for a meeting of the Audit and Risk Committee shall be 2 trustees.

### Meetings

The committee will meet at least once a term and otherwise as required.

The committee will receive reports from the trust and its schools in sufficient detail to enable it to undertake its strategic responsibilities for scrutiny, evaluation and implementing corrective action. Whenever possible and with due regard for any sensitive information discussed by the committee, reports will be shared in common across the schools.

Meetings will be minuted and actions tracked in order that trustees have the necessary oversight to ensure effective governance.

### Terms of Reference

The Audit and Risk Committee will provide support and challenge to the leadership of the Executive Officers in the trust and to hold them to account in relation to the aspects of internal control systems, including: internal audit programmes of work, internal control systems, risk management and risk registers, overseeing implementation of new controls in response to control weaknesses identified. This will have a particular focus on the requirements of The Mast Academy Trust with regard to its agreed financial scheme of delegation and the requirements of the [Academy Trust Handbook](#).

These Terms of Reference aim:

- To support the Board of Trustees in fulfilling statutory duties.
- To support the strategic role of the trustee body.
- To provide a framework for effective self-evaluation, reviewing, support and challenge by linking the work of committees to key priorities in the trust's strategic plan.

## Key elements of the Terms of Reference

The Audit and Risk Committee shall have delegated authority to:

- investigate any activity within its Terms of Reference;
- seek any information it reasonably requires for the proper performance of its role;
- in compliance with all procurement and value for money requirements, obtain such external legal or other independent professional advice as is reasonably necessary for the performance of their role, the cost of which shall be borne by the trust; and
- require any member of the Trust's staff and the internal and external auditors, once appointed, to cooperate with its reasonable requests for information and assistance.

## Scope of Committee – Scheme of Delegation

The Audit and Risk Committee refers to scheme of delegation for the terms of reference relating to their function and activities:

- Build and Maintenance
- Health and Safety
- Information Management.

Refer to Appendix A for specific details.

## Scope of Committee – Policies

The Audit and Risk Committee will review and provide approval and ratification for the below policies, which will be noted at the Trust Board:

- The Mast Academy Whistleblowing Policy
- The Mast Master Health and Safety Policy
- The Mast Data Protection Policy
- The Mast Academy ICT and internet acceptable usage policy
- The Mast Academy Trust Freedom of Information Policy
- The Mast Academy Trust Information Security Guidance for staff
- Privacy notices
- The Mast Academy Trust Emergency Plans
- The Mast Academy Trust Disaster Recovery Policy
- The Mast Academy Trust Media Communications Policy

### Relationship with other Committees

This committee should have strong links both with the Board of Trustees and the Finance Committee. In the case of the Audit and Risk Committee it should be ensured that the independence of this committee is not prejudiced by these links. Recommendations from this committee are presented at least once a year to the Board of Trustees.

The Audit and Risk Committee must receive the reports of the Finance Committee (particularly covering external audit) on the effectiveness of the external auditors and the audit management letter produced by them.

The Audit and Risk Committee must receive assurance reports from the Local Governing Body which relate to their area for governance.

### Terms of Reference review

These Terms of Reference should be reviewed on an annual basis as a minimum. Executive Officers will be expected to keep up to date with statutory and other changes on an ongoing basis in order to ensure trustees are kept well informed of such changes and their impact on these Terms of Reference.

## APPENDIX A: Scheme of Delegation for the Audit and Risk Committee.

The roles of the key stakeholders and their responsibilities to the Audit and Risk Committee as identified by the Scheme of Delegation.

<b>CFO</b>
Responsible
Building and Maintenance
Develop the overall strategic plan for capital expenditure taking into account the individual schools' strategic plans.
Health and Safety
Monitor and review the implementation of the group's risk management framework.
<b>DPO</b>
Consulted
Information Management
By the headteacher on all freedom of information and subject access requests
Responsible
Information Management
Ensure compliance with all data protection legislation and good practice across the schools.
Ensure registration with the Information Commissioner Officer (ICO)
Support the schools with the effective safe storage of data.
<b>Executive Team</b>
Responsible
Building and Maintenance
Develop the wider estates policy in line with the Trust's strategy.
Monitor statutory compliance with regulations relating to premises and accommodation on behalf of the Board.
Provide the Boards and schools with professional support and advice relating to the management of buildings and the estate.
Health and Safety
Commission professional health and safety audits with follow-up support and guidance at a local level.
Monitor statutory compliance with respect to health and safety on behalf of the Trust.
Monitor the implementation of the health and safety guidance and policies.
Provide health and safety and risk management guidance and training for all schools including GBs.



Information Management
Maintain accurate and safe staff records for the Executive Team.
Carry out compliance of websites and GIAS.
Ensuring cyber security protection and ransomware protection is in place across the Trust
Any financial demands relating to cyber security to be informed to the Audit and Risk Committee and Board of Trustees
<b>Governing Body</b>
Accountable
Information Management
Ensuring the website and GIAS is compliant and up to date.
<b>Headteacher</b>
Responsible
Information Management
Ensuring website and GIAS is compliant and up to date.
Any financial demands relating to cyber security to be informed to the Executive Team
<b>Trust Board</b>
Informed
Information Management
The website and GIAS is compliant and up to date.
By the headteacher on all freedom of information and subject access requests
Responsible
Health and Safety
Develops and monitors the group's risk management framework.
Information Management
Any financial demands relating to cyber security to be referred to the ESFA