TWHF Trust Board Committee Terms of Reference

The White Horse Federation **Finance, Capital and Resources Committee**	
Agreed by	Trust Board
On	3 December 2025
To be reviewed by	December 2026

Context

As set out in the DfE Academy Trust Governance Guide, the board holds the executive leadership team to account for the effective implementation of the trust strategy and operating plan, including in relation to the use of resources and the drivers of impact.

The board assures itself:

- of the integrity of financial information
- that there are robust risk controls and risk management systems
- that there is compliance with regulatory, contractual, and statutory requirements, including safeguarding

The board agrees:

- the annual operating plan and budget for the trust, which delivers on the trust's strategy
- metrics and process by which progress will be assessed

The Committees of the Board perform a role, delegated by the Board, in ensuring that these functions are carried out for those areas within their Terms of Reference.

Functions of the Finance, Capital and Resources Committee: general

1. Ensure that the Trust complies with all matters of regularity, propriety and value for money in the use of public funds, including delegated responsibility for buildings, ICT, Health & Safety, Human Resources and Procurement.
2. Have oversight of the day-to-day operation of the Trust's finances, with due regard for the requirements of the Academy Trust Handbook and the Funding agreements. In addition, develop a financial strategy for TWHF and consider policies, procedures or plans required to realise such strategy.

3. To provide strategic oversight to TWHF's people strategy, policy and practice, to ensure that it is managing its people issues effectively, and delivering strategies that contribute to improved performance.

4. To report to the Trust Board on the proceedings, recommendations and decisions of the Committee.

Functions of the Finance, Capital and Resources Committee: particular

Finance, investment, procurement

1. Provide input to the Trust Board to enable it to agree Funding Agreement(s).
2. Consider TWHF's indicative funding, once notified by the DfE, and assess its implications for TWHF, in consultation with the Chief Executive Officer and the Chief Financial Officer, in advance of the financial year, drawing any matters of significance or concern to the attention of the Trust Board.
3. In consultation with the Executive Leadership Team, perform detailed reviews of long range plans and functional department spend.
4. Consider and recommend acceptance/non-acceptance of TWHF's budget to the Trust Board prior to submission to the DfE.
5. Monitor any variances from the budget, draw to the Trust Board's attention any matters of concern and ensure that the DfE is notified as required. Provide input to the Trust Board to allow it to determine approval of expenditure outside of the allocated budget.
6. 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.
7. Consider all relevant reports by the Chief Financial Officer or the appointed external auditor, including reports on TWHF's accounts, achievement of value for money and the response to any management letters.
8. Liaise with and receive reports from other Committees and make recommendations about the financial aspects of matters being considered by them.
9. Monitor and review income and expenditure on a regular basis and ensure compliance with the overall financial plan for TWHF, drawing any matters of concern to the attention of the MATB;
10. Monitor and review the effective implementation and operation of financial procedures, including the implementation of banking arrangements and, where appropriate, make recommendations for improvement.
11. Work closely with the Risk and Audit Committee to continually assess effectiveness of TWHF's system of internal control to ensure that the aims, objectives and key performance targets of the organisation are achieved in the most economic, effective and environmentally sustainable manner.
12. Receive assurance that TWHF's commercial and fundraising activities are carried out effectively. Review, challenge and advise as required on income generating activities and review progress on a term to term basis, e.g. lettings, admissions, grant income and other sources.

13. Approve the Trust's procurement strategy and monitor, challenge and advise on procurement spend activities and cost reduction proposals.
14. Examine and review business cases for new initiatives for financial development, including fundraising.
15. Agree the Trust's investment strategy and oversee significant investment and capital financing decisions.
16. Provide input to the Trust Board to enable it to consider and approve capital expenditure.
17. Provide input to the Trust Board to enable it to approve any indemnities outside the normal course of business, prior to submission to the DfE.
18. Provide input to the Trust Board to enable it to agree the Financial Scheme of Delegation.

Buildings and ICT

Consider the general view of the condition of the estate and ICT infrastructure and recommend to the Board appropriate action for maintenance, improvement and expansion of buildings.

Develop for the Board's approval, plans for the purchase or disposal of freehold or leasehold property.

Establish a project working group where necessary to oversee any major developments.

People

1. Consider, determine and keep under review any strategies and policies for human resources and organisational development Review and monitor staffing structures for central/ Trust-wide staff.
2. Seek assurance around the development of strategy and policy in all matters relating to the recruitment, reward, retention, motivation and development of the Academy Trust's staff
3. Monitor HR Key Performance Indicators such as staff turnover and absence
4. Consider, determine and keep under review effective arrangements for consultation with staff as a whole and for negotiation and consultation with appropriately recognised Trade Unions and/ or other representatives.
5. Ensure effective measures are in place to promote and monitor staff well-being
6. Receive assurance that effective measures are in place to promote equality and diversity in employment.

Risk register

Keep under review the risks relevant to the Committee, and seek assurance on the adequacy of the controls in place to address them.

Policies

The Committee will approve and keep under review the policies set out in the Trust's Policy Management Framework, including, but not limited to: Charging and Remissions, Reserves and Investment, Procurement, all relevant People policies.

Authority and access to information

The Committee shall have delegated authority from the Board to:

- Examine any activity within its Terms of Reference and, at the organisation's expense (up to £5,000 pa) obtain professional advice on any matter within its Terms of Reference. Expenditure above this level will require approval of the Trust Board.
- Seek any information it requires from any other Committee or any employee, and all members of staff will be directed to co-operate with any reasonable request made by the Committee.

Accountability

The Finance, Capital and Resources Committee is accountable to the Trust Board for the fulfilment of the responsibilities delegated to it as set out in these Terms of Reference.

All Committee members share responsibility for its decisions and should act only in the interests of The White Horse Federation.

The Board will obtain assurance on the Committee's work via minutes and reports from the Committee Chair on all of the Finance, Capital and Resources Committee meetings.

The Chair of the Finance, Capital and Resources Committee will ensure that key issues are promptly brought to the attention of the Board.

The Chief Executive will be responsible for ensuring that the Chair of the Finance, Capital and Resources Committee is kept apprised of any significant issues relevant to the remit of the Committee which fall outside of the planned Committee meeting cycle.

Composition and term of office

The Finance, Capital and Resources Committee will be appointed annually by the Trust Board and shall hold office from either the date of their appointment until their resignation, or their omission from membership of the Committee on subsequent consideration by the Trust Board – whichever occurs first.

The Finance, Capital and Resources Committee will consist of at least three members of the Trust Board. The Committee must contain a majority of Trustees.

At least one of the members will have recent and relevant financial experience.

The Trust Board will appoint the Chair of the Committee.

The Chair of the Trust Board will not be entitled to become Chair of the Committee.

Attendance

The Chief Executive, the Chief Financial Officer/ Chief Operating Officer and the Director of People are expected to attend all meetings. Other staff members of The White Horse Federation may be invited to attend for the whole or part of a meeting as the Committee determines. Attendance by any member of staff is on the condition that conflict of interest is avoided at all times.

Clerk

The Director of Governance, or another nominee, will act as the Clerk to the Committee.

Quorum

A quorum shall consist of two Committee members.

Frequency and conduct of meetings

The Committee will meet as often as is necessary to fulfil its responsibilities but normally at least once per term and not less than three times per year.

The Chair of the Committee or any three Committee members may, by giving notice in writing to the Clerk, call unscheduled meetings as long as appropriate notice of at least seven days is given to other members of the Committee. A shorter notice may be given where the Chair of the Committee decides a particular matter requires addressing immediately.

The Clerk to the Committee will circulate an agenda, copies of minutes of the previous Committee meeting, and any papers to be considered, no fewer than seven days prior to the meeting.

Any attendee shall be able to participate in the meeting by telephone or video conference, as set out in the Articles.

If the chair is absent, the Committee will elect a temporary replacement from among the other Trustees present at that meeting.

Committee members will withdraw from the meeting if there is an identified or potential conflict of interest, or there is a motion to question their ability to remain impartial.

Every matter to be decided upon will be determined by a majority vote – where there is an equal division of votes, the Chair will have the deciding vote. Only full members of the Committee who have been approved by the Trust Board have the right to vote. Each full member of the Committee who is present at the meeting will be entitled to one vote.

The Committee may invite others to meetings to assist or advise on a particular matter or issue. These additional attendees will not be entitled to vote on any matters.

The Clerk will take minutes of the meeting. These will be approved, by the Chair of the Committee, as an accurate representation of the meeting before they are given to Committee members for final approval at the next meeting. Following approval, the Clerk will ensure that the minutes are available to the Trust Board.

A register of attendance shall be kept for each meeting and will be published on the Trust's website on an annual basis.

Approval of policies and document may, at times, be required outside of Committee meetings. In such circumstances approval may be sought via e-mail through the Clerk.

The White Horse Federation **Terms of Reference for the Risk and Audit Committee**	
Agreed by	Trust Board
On	
To be reviewed by	

Context

As set out in the HM Treasury's Audit and Risk Assurance Committee Handbook best practice guide, recommended for use in the Academy Trust Handbook.

Committee Scope (Direct quotes from the above guide):

1. "The Audit and Risk Assurance Committee should support the Board and Accounting Officer by reviewing the comprehensiveness and reliability of assurances on governance, risk management, the control environment and the integrity of financial statements."

2. "The scope of the Audit and Risk Assurance Committee's work should be defined in its Terms of Reference and should encompass all the assurance needs of the Board and Accounting Officer. Within this the Audit and Risk Assurance Committee should have particular engagement with the work of Internal Audit, the work of the External Auditor and Financial Reporting issues".

The Committees of the Board perform a role, delegated by the Board, in ensuring that these functions are carried out for those areas within their Terms of Reference. Overall responsibility for risk management, including ultimate oversight of the risk register, **must** be retained by the board of trustees, drawing on advice provided to it by the audit and risk committee.

The Risk and Audit Committee has been established by the Trust Board to provide them with assurance as to the sound management of the risk profile of the Trust, and the integrity, transparency and robustness of financial reporting as well as overseeing the risk and internal audit functions and maintaining the Trust's policy framework. "Trusts with an annual revenue income over £50 million (based on their last audited accounts) **must** have a dedicated audit and risk committee." (ATH)

Other reference documents include: Academy Trust Handbook and Academy Trust Financial Management: Good Practice Guides.

Specific Responsibilities:

Primary Purpose

To support the Board of Trustees and Accounting Officer in their responsibilities for:

- Risk management and internal control systems
- Financial reporting and regulatory compliance
- Internal and external audit processes

Key Objectives:

- Ensure effective risk management across the Trust
- Monitor compliance with laws, regulations and Trust policies
- Oversee internal scrutiny programmes
- Review external audit effectiveness in collaboration with the FCR committee
- Promote a culture of accountability

External Audit

1. Advise the Trust Board on the appointment, re-appointment, dismissal and remuneration of the external auditor. This would include conduct of any tendering process. Support the Trust Board in collaboration with the FCR committee to make recommendations to Members regarding auditor appointment/reappointment.
2. Approve the External Audit plan and oversee its timely delivery, ensuring that both the Finance function and the External Auditors are working effectively together
3. Discuss problems and reservations arising from any interim and final audit, and any matters the external auditor may want to discuss (in the absence of management if necessary).
4. Review the Annual Report and Financial Statements including the management letter and response and recommend them for approval to the Trust Board. Ensure all recommendations are appropriately dealt with in a timely fashion. Review the Trustee report and accounting officer's regularity statement.
5. Act as principal point of contact with external auditor, meeting regularly with them and ensuring full disclosure of all material information and compliance with applicable accounting policies and reporting requirements.
6. Consider any additional services delivered by the external auditor or other assurance providers and ensure appropriate independence is maintained.
7. Evaluate auditor performance annually.

Internal Audit

8. Advise the Trust Board on the appointment, re-appointment, dismissal and remuneration of the internal auditor. This would include conduct of any tendering or recruitment process and, if necessary, reviewing qualifications of auditors for specific assignments.
9. Approve the Internal Audit plan and oversee its timely delivery, ensuring that the departments under review and the internal auditors are working effectively together. Ensure comprehensive coverage of all Trust operations and academies by implementing a risk-based

approach to audit planning, utilising a rolling audit plan to provide systematic and ongoing assurance.

10. Review audit reports and oversee remediation of action items. Alert the Trust Board, the Chief Executive Officer and/or Chief Financial Officer (as deemed applicable) to any material items that are overdue or major control failures or issues in particular areas. Track implementation of audit recommendations.
11. Act as principal point of contact with internal auditor, meeting regularly with them and ensuring a satisfactory standard of independent assurance is being delivered
12. The Committee will also satisfy itself that the IA Function has adequate standing and is free from inappropriate executive management interference.

Internal control

13. Oversee, and report to the Trust Board on the adequacy and effectiveness of, the Trust's systems of internal control, including financial and non-financial controls. Seek assurance around the effectiveness of internal control systems across all Trust operations and academies.
14. Seek assurance around the compliance with both regulation and the expectations of the Trust's stakeholders in regard to staff conduct including, inter alia, acceptance and provision of hospitality, conflicts of interest, bullying and harassment, discrimination of any sort, misuse of company property including inappropriate internet access etc. Monitor compliance with relevant laws and regulations and review related party transactions and conflicts of interest.
15. Commission, where necessary and with the approval of the Board, special investigations into matters of particular concern relating to internal controls and, where necessary, recommend to the Trust Board changes to strengthen the control framework
16. Review the arrangements by which staff may, in confidence, raise concerns about possible improprieties or activities likely to have a detrimental effect on the Trust. This includes the commissioning of independent investigations into such matters, reporting to the Trustees on the results of such investigations and taking appropriate follow-up action.
17. Receive reports from management on all cases of actual or suspected fraud, theft or loss and serious breaches of information security. Monitor cyber security arrangements and incident responses.

Risk

18. Make proposals to the Board in relation to the setting and management of risk appetite for the Trust (including any statements, indicators or metrics used to measure or define it) and oversee implementation thereof.
19. Review the Trust's risk profile on a regular basis to understand the significant risks facing the Trust and how they are being mitigated in line with risk appetite. This should include continuous updates to the Trust's risk register and monitoring of emerging risk. Assess the adequacy of risk identification, assessment and mitigation processes and monitor high-level risks, escalating concerns to the Trust Board.
20. Review, monitor and assess the effectiveness of the Trust's risk management framework, ensuring that it supports the business in identifying and addressing all current and emerging risks faced by the Company. Provide updates to the Trust Board on the activities of the risk

management function and conduct an independent review of the framework at least every three years.

21. Review and approve or recommend risk management and other policies for approval as determined by the Trust Board.

22. Ensure that the resources applied to risk management are appropriate for their roles and responsibilities. The executive officer responsible for risk should have a reporting line to the Chair of the Committee and the latter should review the recruitment, performance reviews or dismissal of that officer or any outsourced service provider fulfilling part of the risk function.

23. Monitor the business continuity planning framework and recommend approval of the business continuity planning policy to the Board.

24. Monitor compliance with the Trust's responsibility for management and protection of data, including how this is supported by information technology.

Health and Safety

25. Receive assurance on compliance with all health and safety legislation and implementation of health, safety and security policies and procedures.

26. Receive assurance that health and safety issues are properly prioritised for action and staff are trained in health and safety and security arrangements.

Policy Framework

27. Provide input to the Board to enable it to decide the schedule of delegated authority for Trust-wide and school policies, including responsibility for production and approval.

Accounting Officer

28. Advise the Board on the appointment of the Accounting Officer (if different from the CEO).

29. Internal Scrutiny Requirements: From 1 September 2025, Trusts over £50m must deliver internal scrutiny using:

    - An in-house internal auditor, and/or
    - A bought-in internal audit service

30. Enhanced Oversight: The Committee must seek assurance:
    - Professional internal audit function is properly resourced and qualified
    - Risk-based audit planning covers all significant areas
    - Regular reporting to each RAC meeting
    - Annual summary report for year ending 31 August submitted to DfE by 31 December each year
    - Integration with external audit and other assurance activities

Authority and access to information

The Committee shall have delegated authority from the Board to:

- Examine any activity within its Terms of Reference and, at the organisation's expense (up to £5,000 pa) obtain professional advice on any matter within its Terms of Reference. Expenditure above this level will require approval of the Trust Board.
- Seek any information it requires from any other Committee or any employee, and all members of staff will be directed to co-operate with any reasonable request made by the Committee.

Accountability

The Risk and Audit Committee is accountable to the Trust Board for the fulfilment of the responsibilities delegated to it as set out in these Terms of Reference.

All Committee members share responsibility for its decisions and should act only in the interests of The White Horse Federation.

The Board will obtain assurance on the Committee's work via minutes and reports from the Committee Chair on all of the Risk and Audit Committee meetings.

The Chair of the Risk and Audit Committee will ensure that key issues are promptly brought to the attention of the Board.

The Risk and Audit Committee will report formally on its work to the Board on an annual basis.

The Chief Executive will be responsible for ensuring that the Chair of the Risk and Audit Committee is kept apprised of any significant issues relevant to the remit of the Committee which fall outside of the planned Committee meeting cycle.

Composition and term of office

The members of the Risk and Audit Committee will be appointed annually by the Trust Board and shall hold office from either the date of their appointment until their resignation, or their omission from membership of the Committee on subsequent consideration by the Trust Board – whichever occurs first.

The Risk and Audit and Committee will consist of at least three Trustees. The Committee must contain a majority of Trustees.

The Trust Board will appoint the Chair of the Committee.

The Chair of the Trust Board will not be entitled to become a member of the Risk and Audit Committee.

The Chief Executive will not be entitled to become a member of the Risk and Audit Committee.

At least one Committee member should have significant, recent and relevant financial skills and at least one should have significant, recent and relevant risk experience.

The Chair of the Committee will not be a member of any other Committee.

Attendance

The Chief Executive (as Accounting Officer), the Chief Financial Officer, Chief Operating Officer, and the executives (or outsourced service providers responsible for) Risk and Internal Audit are

expected to attend all meetings. Other staff members of The White Horse Federation may be invited to attend for the whole or part of a meeting as the Committee determines. Attendance by any member of staff is on the condition that conflicts of interest are avoided at all times.

Regular Attendees (Non-voting):

- Accounting Officer (Chief Executive)
- Chief Financial Officer / Chief Operations Officer
- Risk Officer
- Representatives from internal auditors (where applicable)
- Representatives from external auditors (where applicable)
- Other Trust staff as required for specific agenda items

Clerk

Director of Governance, or another nominee, will act as the Clerk to the Committee.

Quorum

A quorum shall consist of two Trust Board members of the Committee.

Frequency and conduct of meetings

The Committee will meet as often as is necessary to fulfil its responsibilities, but at least three times per year. The Chair of the Committee or any three Committee members may, by giving notice in writing to the Clerk, call unscheduled meetings as long as appropriate notice of at least seven days is given to other members of the Committee. A shorter notice may be given where the Chair of the committee decides a particular matter requires addressing immediately.

The Clerk to the Committee will circulate an agenda, copies of minutes of the previous Committee meeting, and any papers to be considered, no fewer than seven days prior to the meeting.

Any attendee shall be able to participate in the meeting by telephone or video conference, as set out in the Articles and resolutions of the Committee may be approved by email.

If the chair is absent, the Committee will elect a temporary replacement from among the other Trustees present at that meeting.

Committee members will withdraw from the meeting if there is an identified or potential conflict of interest, or there is a motion to question their ability to remain impartial.

Every matter to be decided upon will be determined by a majority vote – where there is an equal division of votes, the Chair will have the deciding vote. Only full members of the Committee who have been approved by the Trust Board have the right to vote. Each full member of the Committee who is present at the meeting will be entitled to one vote.

The Committee may invite others to meetings to assist or advise on a particular matter or issue. These additional attendees will not be entitled to vote on any matters.

The Clerk will take minutes of the meeting. These will be approved by the Chair of the Committee, as an accurate representation of the meeting before they are given to Committee members for final approval at the next meeting. Following approval, the Clerk will ensure that the minutes are available to the Trust Board.

A register of attendance shall be kept for each meeting and will be published on the Trust's website on an annual basis.

Approval of policies and documents may, at times, be required outside of Committee meetings. In such circumstances approval may be sought via circular resolution through the Clerk.

Regulatory References

- **Academy Trust Handbook** (current version) - sections 2.35-2.37, 3.1-3.20, 4.14-4.15
- **HM Treasury Audit and Risk Assurance Committee Handbook**
- **Academies Accounts Direction** (current year)
- **Companies Act 2006**
- **Charity Commission guidance CC8** - Internal Financial Controls for Charities
- **Internal Scrutiny in Academy Trusts** - DfE good practice guide

Skill Matrix for Committee Members

Skill Area	**Essential**	**Desirable**
Risk management	✓	
Audit and assurance	✓	
Governance and compliance	✓	
Education sector experience		✓
Public sector experience		✓
Legal/regulatory expertise		✓
IT/cyber security		✓

The White Horse Federation **Terms of Reference for the Teaching, Learning and Standards Committee**	
Agreed by	Trust Board
On	3 December 2025
To be reviewed by	December 2026

Context

As set out in the DfE Academy Trust Governance Guide 2024, the board holds the executive leadership team to account for the effective implementation of the trust strategy and operating plan, including in relation to the use of resources and the drivers of impact.

Accountability for Educational Performance

An effective board will:

- have at least one person with the skills to interpret the full detail of educational performance data and ensure the board has a correct understanding of the Trust's educational performance
- understand the limitations of performance data, including being clear about what the data implies
- have access to objective, high quality and timely data and know the questions that need to be asked of executive leaders
- identify issues of priority that need to be addressed and discussed
- seek explanations from executive leaders where performance is below expectations

The Committees of the Board perform a role, delegated by the Board, in ensuring that these functions are carried out for those areas within their Terms of Reference. The Committees of the Board perform a role, delegated by the Board, in ensuring that these functions are carried out for those areas within their Terms of Reference.

Functions of the Teaching, Learning and Standards Committee: general

5. Support the Trust Board in fulfilling statutory duties relating to curriculum, standards and safeguarding.
6. Receive relevant data, including performance, progress, outcomes, behaviour, attendance and other key indicators and scrutinise analysis of the information and resulting action plans.
7. Support the strategic role of the Trust leadership.
8. Report to the Trust Board on the proceedings, recommendations and decisions of the Committee.

Functions of the Teaching, Learning and Standards Committee: particular

1. *Support the Trust Board in fulfilling statutory duties relating to curriculum, standards and safeguarding.*

   Provide input and advice to the Trust Board to enable it to:

   1. Seek assurance around and discuss the Trust-wide School Improvement strategy.
   2. Provide input and advice to the Trust Board regarding Trust safeguarding policies and training (safeguarding, KCSIE, Prevent, Looked After Children and safer recruitment).
   3. Receive assurance that effective safeguarding procedures are in place across the schools in the Trust.
   4. Receive assurance on LGC and Trustee training compliance.
   5. Provide input and advice to the Trust Board regarding the Trust-wide SEND strategy.
   6. Review the special educational needs policy, monitor provision and seek assurance that statutory requirements and the Education, Health and Care Plans of pupils with special needs are met.
   7. Seek assurance around the strategy for SEND pupils and the impact.
   8. Receive assurance around the LGC monitoring of the provision for looked after children and consider their progress and achievement.
   9. Seek assurance around the impact of the Church schools' Christian vision and ethos on pupils and adults.
   10. Review TWHF Church Schools Distinctiveness.
   11. Seek assurance around SIAMS readiness of Faith schools.

2. *Receive relevant data, including performance, progress, outcomes, behaviour, attendance and other key indicators and scrutinise analysis of the information and resulting action plans.*

   12. Seek assurance around pupil progress and attainment and the quality of learning (using school based, local and national performance data); understanding the targets that have been set within the Trust and challenging any areas for concern or underperformance to ensure the best possible outcomes for all pupils.
   13. Seek assurance that there are effective procedures in place across the Trust in relation to pupil support, attendance and behaviour management and to seek assurance around the strategy to manage attendance and behaviour.

3. *Support the strategic role of the Trust leadership.*

   14. Agree change to the length of the school day.
   15. To consider recommendations from the CEO on the setting of term dates and INSET dates and approve as necessary, following trustee support and challenge.
   16. To consider recommendations from the CEO on setting the structure of the school day and approve as necessary, following trustee support and challenge.
   17. Receive progress reports of Ofsted reports and receive updates on school improvement strategies, dependent on the inspection outcome category.

18. Keep under review the risks relevant to the Committee and seek assurance on the adequacy of the controls in place to address them.

Policies

19. Approve and keep under review the policies set out in the Trust's Policy Management Framework.

Authority and access to information

The Committee shall have delegated authority from the Board to:

- Examine any activity within its Terms of Reference and, at the organisation's expense (up to £5,000 pa) obtain professional advice on any matter within its Terms of Reference. Expenditure above this level will require approval of the Trust Board.
- Seek any information it requires from any other Committee or any employee, and all members of staff will be directed to co-operate with any reasonable request made by the Committee.

Accountability

The Teaching, Learning and Standards Committee is accountable to the Trust Board for the fulfilment of the responsibilities delegated to it as set out in these Terms of Reference.

All Committee members share responsibility for its decisions and should act only in the interests of The White Horse Federation.

The Board will obtain assurance on the Committee's work via minutes and reports from the Committee Chair on all of the Teaching, Learning and Standards Committee meetings.

The Chair of the Teaching, Learning and Standards Committee will ensure that key issues are promptly brought to the attention of the Trust Board.

The Chief Executive will be responsible for ensuring that the Chair of the Teaching, Learning and Standards Committee is kept apprised of any significant issues relevant to the remit of the Committee which fall outside of the planned Committee meeting cycle.

Composition and term of office

The Teaching, Learning and Standards Committee will be appointed annually by the Trust Board and shall hold office from either the date of their appointment until their resignation, or their omission from membership of the Committee on subsequent consideration by the Trust Board – whichever occurs first.

The Teaching, Learning and Standards Committee will consist of at least three members of the Trust Board. The Committee must contain a majority of Trustees.

The Chief Executive will not be entitled to become a member of the Teaching, Learning and Standards Committee.

The Trust Board will appoint the Chair of the Committee.

The Chair of the Trust Board will not be entitled to become Chair of the Committee.

Attendance

The Chief Executive, the Directors of Primary and Secondary Education are expected to attend all meetings. Other staff members of The White Horse Federation may be invited to attend for the

whole or part of a meeting as the Committee determines. Attendance by any member of staff is on the condition that conflict of interest is avoided at all times.
Clerk
The Director of Governance, or another nominee, will act as the Clerk to the Committee.
Quorum
A quorum shall consist of two Committee members.
Frequency and conduct of meetings
The Committee will meet as often as is necessary to fulfil its responsibilities, but normally once per term and not less than twice per year. The Chair of the Committee or any three Committee members may, by giving notice in writing to the Clerk, call unscheduled meetings as long as appropriate notice of at least seven days is given to other members of the Committee. A shorter notice may be given where the Chair of the Committee decides a particular matter requires addressing immediately. The Clerk to the Committee will circulate an agenda, copies of minutes of the previous Committee meeting, and any papers to be considered, no fewer than seven days prior to the meeting. Any attendee shall be able to participate in the meeting by telephone or video conference, as set out in the Articles. If the Chair is absent, the Committee will elect a temporary replacement from among the other Trustees present at that meeting. Committee members will withdraw from the meeting if there is an identified or potential conflict of interest, or there is a motion to question their ability to remain impartial. Every matter to be decided upon will be determined by a majority vote – where there is an equal division of votes, the Chair will have the deciding vote. Only full members of the Committee who have been approved by the Trust Board have the right to vote. Each full member of the Committee who is present at the meeting will be entitled to one vote. The Committee may invite others to meetings to assist or advise on a particular matter or issue. These additional attendees will not be entitled to vote on any matters. The Clerk will take minutes of the meeting. These will be approved, by the Chair of the Committee, as an accurate representation of the meeting before they are given to Committee members for final approval at the next meeting. Following approval, the Clerk will ensure that the minutes are available to the Trust Board. A register of attendance shall be kept for each meeting and will be published on the Trust's website on an annual basis. Approval of policies and document may, at times, be required outside of Committee meetings. In such circumstances approval may be sought via e-mail through the Clerk.

The White Horse Federation **Pay and Remunerations Committee**	
Agreed by	Trust Board
On	3 December 2025
To be reviewed by	December 2026

Context

As set out in the DfE Academy Trust Governance Guide 2024, the board holds the executive leadership team to account for the effective implementation of the trust strategy and operating plan, including in relation to the use of resources and the drivers of impact.

The board assures itself:

- of the integrity of financial information
- that there are robust risk controls and risk management systems
- that there is compliance with regulatory, contractual, and statutory requirements, including safeguarding

The board agrees:

- the annual operating plan and budget for the trust, which delivers on the trust's strategy
- metrics and process by which progress will be assessed

The Committees of the Board perform a role, delegated by the Board, in ensuring that these functions are carried out for those areas within their Terms of Reference.

Functions of the Pay and Renumerations Committee: general

9. Ensure that the Trust complies with all matters of regularity in relation to pay and performance management of staff.
10. To provide strategic oversight to TWHF's pay and renumerations strategy, policy and practice.
11. To report to the Trust Board on the proceedings, recommendations and decisions of the Committee.

Functions of the Pay and Renumerations Committee: particular

1. Implement the Pay Policy with reference to staffing and financial budget plans. If the Committee feels it to be appropriate, any matter may be passed to the Trust Board for ratification.

2. Achieve the aims of the Pay Policy in a fair and equitable manner within statutory and contractual obligations.
3. The Director of People will act in an advisory capacity and provide assurance around the application of the performance management policy.
4. Seek assurance the People Team, with the support of the schools' Headteachers are applying the criteria of the Pay Policy fairly and without prejudice in determining the pay of each member of staff in the annual review.
5. The Director of People will provide the Committee with assurance around the performance management process. The Headteachers of each school will discuss the pay progression of their staff with the People Team, if necessary with supporting evidence. The Headteachers will quality assure the application of the performance management policy and pay recommendations for support staff and confirm this with the People Team.
6. The Pay and Renumerations Committee will also take into account the Trust's budget and ensure that appropriate funding is allocated for pay progression.

Policies

The Committee will approve and keep under review the policies set out in the Trust's Policy Management Framework, including, but not limited to: Pay Policy, Performance Management Policy.

Authority and access to information

The Committee shall have delegated authority from the Board to:

1. Examine any activity within its Terms of Reference and, at the organisation's expense (up to £5,000 pa) obtain professional advice on any matter within its Terms of Reference. Expenditure above this level will require approval of the Trust Board.
2. Seek any information it requires from any other Committee or any employee, and all members of staff will be directed to co-operate with any reasonable request made by the Committee.

Accountability

The Pay and Renumerations Committee is accountable to the Trust Board for the fulfilment of the responsibilities delegated to it as set out in these Terms of Reference.

All Committee members share responsibility for its decisions and should act only in the interests of The White Horse Federation.

The Board will obtain assurance on the Committee's work via minutes and reports from the Committee Chair on all of the Pay and Renumerations Committee meetings.

The Chair of the Pay and Renumerations Committee will ensure that key issues are promptly brought to the attention of the Board.

The Director of People will be responsible for ensuring that the Chair of the Pay and Renumerations Committee is kept apprised of any significant issues relevant to the remit of the Committee which fall outside of the planned Committee meeting cycle.

Composition and term of office

The Pay and Renumerations Committee will be appointed annually by the Trust Board and shall hold office from either the date of their appointment until their resignation, or their omission from membership of the Committee on subsequent consideration by the Trust Board – whichever occurs first.

The Pay and Renumerations Committee will consist of at least three members of the Trust Board. The Committee must contain a majority of Trustees.

The Trust Board will appoint the Chair of the Committee.

The Chair of the Trust Board will not be entitled to become Chair of the Committee.

Attendance

The Chief Executive, the Chief Financial Officer/ Chief Operating Officer and the Director of People are expected to attend all meetings. Other staff members of The White Horse Federation may be invited to attend for the whole or part of a meeting as the Committee determines. Attendance by any member of staff is on the condition that conflict of interest is avoided at all times.

Clerk

The Director of Governance, or another nominee, will act as the Clerk to the Committee.

Quorum

A quorum shall consist of two Committee members.

Frequency and conduct of meetings

The Committee will meet as often as is necessary to fulfil its responsibilities but normally not less than two times per year.

The Chair of the Committee or any three Committee members may, by giving notice in writing to the Clerk, call unscheduled meetings as long as appropriate notice of at least seven days is given to other members of the Committee. A shorter notice may be given where the Chair of the Committee decides a particular matter requires addressing immediately.

The Clerk to the Committee will circulate an agenda, copies of minutes of the previous Committee meeting, and any papers to be considered, no fewer than seven days prior to the meeting.

Any attendee shall be able to participate in the meeting by telephone or video conference, as set out in the Articles.

If the chair is absent, the Committee will elect a temporary replacement from among the other Trustees present at that meeting.

Committee members will withdraw from the meeting if there is an identified or potential conflict of interest, or there is a motion to question their ability to remain impartial.

Every matter to be decided upon will be determined by a majority vote – where there is an equal division of votes, the Chair will have the deciding vote. Only full members of the Committee who

have been approved by the Trust Board have the right to vote. Each full member of the Committee who is present at the meeting will be entitled to one vote.

The Committee may invite others to meetings to assist or advise on a particular matter or issue. These additional attendees will not be entitled to vote on any matters.

The Clerk will take minutes of the meeting. These will be approved, by the Chair of the Committee, as an accurate representation of the meeting before they are given to Committee members for final approval at the next meeting. Following approval, the Clerk will ensure that the minutes are available to the Trust Board.

A register of attendance shall be kept for each meeting and will be published on the Trust's website on an annual basis.

Approval of policies and documents may, at times, be required outside of Committee meetings. In such circumstances approval may be sought via e-mail through the Clerk.