



# Audit & Risk Committee

## Terms of Reference

The Board of Trustees has established an Audit and Risk Committee as required by the Academy Trust Handbook to advise the board on the adequacy of the trusts internal control framework and to delegate duties to provide independent assurance to the board that its financial and non-financial controls, and risk management procedures, are operating effectively.

### 1. Responsibilities

- To maintain an oversight of the Multi-Academy Trust's financial, governance, risk management, assurance processes and internal control systems.
- To report its findings termly and annually to the Trust Board and the Accounting Officer as a critical element of the Trust's reporting requirements.
- The Audit and Risk Committee has no executive powers or operational responsibilities/duties.

### 2. Authority

The Audit and Risk Committee

- is a Committee of the Academy Trust Board and is authorised to investigate any activity within its terms of reference or specifically delegated to it by the Board.
- is authorised to request any information it requires from any employee, external audit, internal audit or other assurance provider.
- may obtain outside legal or independent professional advice it considers necessary to carry out its responsibilities normally in consultation with the Accounting Officer and/or the Trust Board.

### 3. Composition

- Membership of the Committee will comprise a minimum of three and a maximum of five committee members. At least two of these committee members must be trustees.
- The chair of trustees and the chair of the finance committee shall not serve as chair of the audit and risk committee.
- Until otherwise determined by the board of trustees, a quorum shall consist of two members of the committee.
- At least one member of the audit committee should have recent or relevant accountancy, or audit assurance, experience.
- Staff employed by the Trust may be invited to attend the Audit & Risk Committee to provide information and participate in discussions but should not be members of the Committee.
- Any trustee may attend a meeting of the Audit & Risk Committee, including those who are not members of the Audit & Risk Committee.
- The Chief Executive Officer/Accounting Officer and Chief Financial Officer should also attend meetings.

## 4. Reporting

The Audit & Risk Committee will:

- report back to the Trust Board at least three times a year.
- Submit to the board an annual summary report provided by the internal auditor on areas reviewed by internal audit covering key findings, recommendations and conclusions.
- provide minutes of all Audit & Risk Committee meetings for review at board meetings

## 5. Terms of Reference

- Recommend to the board of trustees adoption of policies assigned to this group as identified in the central trust policies list.
- Subject to the detailed requirements of the Academy Trust Handbook, Funding Agreement and the Financial Regulations of the Trust, the Audit & Risk Committee shall consider and advise the Board on the following specific matters, as set out in the TLT Committee Terms of Reference, on the following areas:

### ***Audit / Auditors***

- 1 advise the Trust Board and members on the appointment, reappointment, dismissal and remuneration of auditors (both external and internal audit) in an annual report
- 2 review the quality and effectiveness of both internal and external auditors
- 3 review the accounting officer's statement in the final accounts on regularity
- 4 ensure there is an appropriate, reasonable and timely response by the trust to findings by external auditors.

### ***Internal Scrutiny***

- 5 Oversee and approve the trusts programme of internal scrutiny
- 6 Provide assurance to the trust board that key risks are being addressed appropriately and review the trusts approach to internal scrutiny in the event of changes to the Trust's size, complexity or risk profile.
- 7 With the Trust's internal auditors, identify areas for review on a risk basis, and agree the programme for checking financial and non-financial systems, controls, transactions and risks across all the Trust schools.
- 8 ensure that the programme of internal scrutiny delivers objective and independent assurance.
- 9 advise the Trustees on the adequacy and effectiveness of the Trust's systems of internal control
- 10 consider the appropriateness of executive action following internal scrutiny reviews and advise senior management on any additional or alternative steps to be taken.

### ***External Audit***

- 11 review the external auditors plan each year
- 12 review the annual report and accounts

- 13 review the findings of the external auditors and actions taken by the trusts managers in response to those findings
- 14 ensure there is co-ordination between internal audit and external audit and any other review bodies that are relevant
- 15 ensure that any additional services undertaken by the auditors are compatible with the audit independence and objectivity
- 16 consider the reports of the auditors/scrutineers and, when appropriate, advise the Trust Board of material control issues.
- 17 encourage a culture within the Trust whereby each individual feels that he or she has a part to play in guarding the probity of the Trust, and is able to take any concerns or worries to an appropriate member of the management team or in exceptional circumstances directly to the Board of Trustees.

### ***Risk Management***

- 18 ensure that all categories of risk are being adequately identified, reported and managed
- 19 review the risk register regularly, and at least annually and highlight to the Trust Board any emerging, changing or declining risks identified
- 20 Advise the board on the adequacy of the Trusts business continuity and disaster recovery plans
- 21 provide minutes of all Audit & Risk Committee meetings for review at board meetings

## **6. Membership**

<b>Name of Committee Member</b>	<b>Role</b>
Duncan Nicholson (Chair)	Chair of Audit & Risk Committee
Tim Foster	Committee Member
Gary Foote	Committee Member
<b>In attendance</b>	
Jamie Clarke	Accounting Officer/CEO
Sue Wagstaff	CFO
Lindsay Oake	PAO
Katie Fell	Governance Professional

<b>Quorum:</b>	<b>At least 2 members of the committee</b>
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<b>Date Committee established:</b>	<b>14 January 2020</b>
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<b>Date of next review:</b>	<b>September 2024</b>
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<b>History of amendments</b>	<b>Date</b>
Chris Watt stepped down from committee to focus on Finance Committee	20 May 2020
Committee reviewed & approved ToR	12 October 2020 8 October 2021 27 September 2022 25 September 2023

Duncan Nicholson assumed role of Chair from Tim Foster	June 2021
Amit Lakhani agreed to join the Committee	20 September 2021
Thomas Schilling stepped down	23 September 2021
Amit Lakhani stepped down	27 September 2022
Garry Foote joined the Committee	01 October 2022