Audit and Risk Assurance Committee

Terms of Reference

These Terms of Reference were approved by the Board of Trustees in:	2 September 2026
Signed by the Chair of Trustees:	
These Terms of Reference will be reviewed by the Trust on an annual basis. Next review date:	September 2027

1. POWERS OF THE BOARD OF TRUSTEES

1.1. The Trustees of the Trust Board have established an Audit and Risk Assurance Committee as a Trust Committee as empowered by the Trust's Articles of Association (Article 100b).

1.2. The Trustees determine and approve the Committee's Terms of Reference and review the Terms at the start of each academic year (Article 101).

1.3. The Trustees determine and approve the delegation of powers, responsibilities and duties to the Committee and review this Scheme of Delegation at the start of each academic year (Article 105).

1.4. The Trustees have the right to intervene in the governance of an individual school where it has serious cause for concern that there is financial mismanagement or failure to operate within budget.

2. POWERS OF THE AUDIT AND RISK ASSURANCE COMMITTEE

The Committee exercises the powers, responsibilities and duties delegated by the Trust Board as set out in the Terms of Reference and Scheme of Delegation, and in particular:

2.1. review the Trust's internal and external financial statements and reports to ensure that they reflect best practice,

2.2. assess the effectiveness and resources of the external auditor, including their sector experience, understanding of the Trust and its activities, knowledge and integrity of partners and staff, ability to robustly challenge Trust staff,

2.3. discuss with the external auditor the nature and scope of each forthcoming audit and to ensure that the external auditor has the fullest cooperation of staff,

2.4. consider all relevant reports by the appointed external auditor, including reports on the Trust's accounts, achievement of value for money and the response to any management letters, and the actions taken/planned by the Trust's managers in response,

2.5. review the effectiveness of the academy's internal control system established to ensure that the aims, objectives and key performance targets of the organisation are achieved in the most economic, effective and environmentally preferable manner,

2.6. direct the Trust's programme of internal scrutiny and reporting to the board on the adequacy of the Trust's financial and other controls and management of risks; this must be extended to cover the constituent academies of the MAT,

2.7. consider a programme of internal scrutiny activities which may include**:** Cyber Security**;** Estates Management (including health and safety/safeguarding perspectives)**;** Equality, Diversity and Inclusion**; and** Environmental Sustainability**.**

2.8. review and propose to the Trust Board and Members the appointment and any subsequent re-appointment of the Trust's auditors (SoD 6.4),

2.9. plan and oversee the statutory audit of Annual Accounts for the Trust and each School,

2.10. review and recommend to the Trust Board the audited Annual Accounts and Financial Statements in accordance with relevant statutes and regulations (SoD 6.10),

2.11. review and recommend to the Board the Trustees Annual Report for the Accounts (SoD 6.11),

2.12. prepare and recommend to the Trust Board a Trust action plan in response to the auditor's management letter and be responsible for its subsequent implementation (SoD 6.13),

2.13. plan, oversee and monitor the internal audit of the Trust and ensure school compliance with the Trust's financial regulations and procedures. In the event of any non-compliance, shall recommend and implement appropriate actions to enhance compliance (SoD 6.19),

2.14. ensure that the internal audit report is submitted to the ESFA by the Trust,

2.15. ensure a Risk Register is in place and regularly maintained to ensure compliance with the Academy Trust Handbook,

2.16. ensure the Risk Register includes details of contingency and business continuity planning arrangements,

2.17. regularly review the Risk Register and use this to inform the committee's priorities in relation to internal scrutiny activities,

2.18. ensure that risk associated with health and safety, GDPR and cyber security is scrutinised within the Trust's Risk Register,

2.19. ensure full compliance with the Academy Trust Handbook.

3. COMPOSITION AND APPOINTMENT OF THE AUDIT AND RISK ASSURANCE COMMITTEE

3.1. The composition of the Audit and Risk Assurance Committee shall be as follows;

3.1.1. A minimum of three specified Trustees with relevant knowledge, skills and expertise in finance, accountancy, compliance, risk, commerce and business,

3.1.2. Such additional persons with finance, risk, accountancy or commercial expertise who may be appointed by the Trust Board and

3.1.3. Such further Trustees as the Trust Board may appoint in order to ensure that the Committee has a majority of Trustees.

3.1.4. Employees should not be Audit and Risk Assurance Committee members, but the CFO and accounting officer must attend meetings to provide information.

3.2. The membership of the Committee is detailed on Appendix A.

4. TERM OF OFFICE AND RESPONSIBILITIES OF COMMITTEE MEMBERS

4.1. The Term of Office for all committee members is renewed on an annual basis.

4.2. On appointment, committee members are each required to familiarise themselves and to agree to comply with;

4.2.1. the Trust Articles of Association,

4.2.2. the Trust Master and Supplementary Funding Agreements

4.2.3. the Trust Financial Regulations,

4.2.4. the Academy Trust Handbook,

4.2.5. these Terms of Reference,

4.2.6. current relevant financial legislation and guidance for academies.

5. MEETINGS OF THE COMMITTEE

5.1. The Committee meets at least once per term at the times designated by the Trust's Governance Planner. Also:

5.1.1. The members receive notice of each meeting at least seven (7) clear days before the date of the meeting.

5.1.2. Minutes will be signed by the Committee's Chair at the next meeting to verify that the minutes are a true record.

5.2. Quorum for a meeting of the Committee is half the membership of the committee provided that the majority of those present are Trustees.

5.3. Each question to be decided at a meeting of the Committee is determined by a majority of votes of those members present and eligible to vote on the question. The Chair has the casting vote in the case of equal votes for and against the decision.

5.4. The Chief Executive Officer and Chief Finance Officer are expected to attend meetings of the Committee. The external auditor will attend to present the annual Audit Plan, the annual external Audit report and the annual Trustees Report and financial statements at their or the Committee's request.

6. **APPOINTMENT OF THE COMMITTEE CHAIR**

6.1. The Trust Board appoints the Committee Chair at its first Board meeting of the academic year on the recommendation of the Committee members. The Chair of Trustees may not be appointed as Committee Chair. In addition, the Chair of the Finance Committee may not be Chair of the Audit and Risk Assurance Committee.

6.2. The Trust Board has the right to remove the Chair, specifically in circumstances where they have cause for concern that there is financial mismanagement.

6.3. The term of office for the Chair is 1 year.

7. **APPOINTMENT OF A GOVERNANCE PROFESSIONAL**

7.1. The Trust Board appoints a Governance Professional to clerk its meetings and support the Committee in its work.

Appendix A:

Committee membership 2026/2027

Vivienne Hole (Chair)
Sue Sunderland
Graham Clifford
Samantha Davies
Heena Bhadresa
David Savage