

EXCEED ACADEMIES TRUST

TERMS OF REFERENCE FOR

AUDIT & RISK COMMITTEE OF THE BOARD OF TRUSTEES (2017)

1. Introduction

The Audit and Risk Committee must:

- be independent
- have sufficient authority and resources to form an opinion and report on the risk management, control and governance arrangements of the Exceed Academies Trust to the Board of Trustees and Local Governing Bodies.
- be able to satisfy itself that the institution has adequate arrangements for ensuring economy, efficiency and effectiveness.

2. Membership

- 2.1 The Committee and its chair shall be appointed by the Board of Trustees, from among its own members and must consist of Trustees with no executive responsibility for the management of the Trust.
- 2.2 There shall be no fewer than TWO members.
- 2.3 A quorum shall be at least TWO members.
- 2.4 The Chairman of the Board of Trustees shall not be Chair of the Committee.
- 2.5 Members shall not have significant interests in the Multi Academy Trust.
- 2.6 At least one member should have recent and relevant experience in finance, accounting or auditing. The Committee may, if it considers it necessary or desirable, co-opt members with particular expertise.
- 2.7 Members of the committee may co-opt one member to the committee. This co-opted member shall not have significant interests in the Multi Academy Trust.
- 2.8 Only members of the Committee may vote at the meeting. Where necessary, the Chair may have a second or casting vote.

3. Attendance at meetings

- 3.1 The Chief Finance Officer / Operations Director shall normally attend or be represented at meetings.

- 3.2 Representative from the Internal or External Auditors may be asked to attend where business related to them is being discussed.
- 3.3 The Clerk to the Board of Trustees shall attend to take a record of the meeting, unless otherwise instructed by the Committee.

4. Frequency of meetings

Meetings shall normally be held at least twice in each financial year. The internal or external auditors may request a meeting if they consider it necessary.

5. Authority

The Committee is authorised by the Trust Board to:

- Carry on any activity authorised by these terms of reference.
- Seek any appropriate information that it requires from any employee of the Trust and all employees shall be directed to co-operate with any request made.
- Obtain outside legal or other independent professional advice and to secure the attendance of non-members with relevant experience and expertise if it considers this necessary, normally in consultation with the Chief Education Officer.

6. Duties

The duties of the Audit & Risk Committee shall be:

- To monitor and assess the internal controls of the Exceed Academies Trust to ensure that the Trust, as a whole, is operating at appropriate levels of risk and in compliance with audit requirements.
- To take responsibility for external and internal audit matters, oversee the work programme and performance quality of the internal and external audit services.
- To support the board of Trustees in ensuring that a framework is established and maintained for the identification and management of risk.
- To support the board of Trustees in providing an added level of scrutiny in the monitoring of internal and external audit matters, risk management, fraud prevention and detection, and internal controls and health and safety.
- To keep the board of Trustees regularly informed of the committee's activities and key decisions.

- To keep under review the effectiveness of the risk management, control and governance arrangements, and in particular to review the external auditors' report, the internal auditors' annual report, and management responses.
- To monitor the implementation of agreed audit-based recommendations.
- To ensure that all significant losses have been properly investigated and that the internal and external auditors have been informed.

7. Reporting procedures

- 7.1 The minutes of meetings of the Committee will be circulated to all members of the Board of Trustees.
- 7.2 The Committee will prepare an annual report covering the year to 31 August and any significant issues up to the date of preparing the report. The report will be addressed to the Board of Trustees and the Chief Education Officer, summarising the activity for the year. It will give the Committee's opinion on the adequacy and effectiveness of the Trust's arrangements for the following:
- risk management, control and governance
 - economy, efficiency and effectiveness (value for money)

This opinion should be based on the information presented to the Committee.