

TERMS OF REFERENCE

TRUST RESOURCES SUB-COMMITTEE

Membership	Minimum of 3 of which over 50% must be Trustees <i>The committee may invite others who are not Trustees or committee members to assist and/or advise on a particular matter or range of issues. Such persons may speak with the permission of the Chair but shall not be entitled to vote</i>
Disqualification	CFO* *the CFO is not a member of the Committee, but may attend to provide information and participate in discussions
Quorum	50% of membership rounded up however no vote on any matter can be taken unless the majority of those present are Trustees
Meetings	Termly, or more frequently as required.
Delegation	This Board has delegated powers
Board Chair	Elected annually but must be a Trustee
Clerk to the Board	
Reporting	Within 21 days of each meeting the committee will: <ul style="list-style-type: none"> ✚ Produce and agree minutes of its meetings ✚ Provide a summary document identifying (i) decisions made, (ii) recommendations to the Trust Board, (iii) any items for the information of the Trust Board and (iv) items for further discussions by the Trust Board (together called the Committee Report)
Authority	The committee is authorised by the Trust Board to carry on any activity authorised by these terms of reference; and To seek any appropriate information that it requires from any of the Trust officers all of whom shall be directed to co-operate with the requests made.

OVERARCHING PRINCIPLES

1. The Board of Trustees of The Rowan Learning Trust (the **Trust Board**) hereby resolves to establish a committee of the Trust Board to be known as the Resources Committee (the **Committee**) which includes audit functions.
2. The Trustees recognise the overriding principles of the Academies Financial Handbook (the **AFH**) and that the Resources Committee should be established in such a way as to achieve internal scrutiny which delivers objective and independent assurance for the Trust. In establishing the Committee the Trustees will adhere to the principles of the AFH.
3. Any staff members of the Committee will not participate as members when audit matters are discussed but may remain in attendance to provide information and participate in discussions.
4. The Accounting Officer and Chief Finance Officer will routinely attend committee meetings in the capacity set out in principle 3.

Funding

To consider each of the Academies' indicative funding, notified annually by the Department for Education (DfE) and to assess its implications for the Trust and the relevant Academy. This will be in consultation with the Accounting Officer and Leadership Group, and Chief Financial Officer of the Trust, in advance of the financial year, drawing any matters of significance or concern to the attention of the Trust Board.

To consider and recommend acceptance or non-acceptance of the Trust's and the Academies' budgets each financial year.

Budgeting

To contribute to the formulation of the Trust's and the Academies' strategic plans, through the consideration of financial priorities and proposals, in consultation with the relevant officers and with the stated and agreed aims and objectives of the relevant Academy.

To receive and make recommendations on the broad budget headings and areas of expenditure to be adopted each year. This will include the level and use of any contingency fund or balances, ensuring the compatibility of all such proposals with the development priorities set out in each of the Academies' strategic plans.

To liaise with and receive reports from appropriate committees and make recommendations to those committees about the financial aspects of matters being considered by them.

To consider the spending plans of other committees and report back and advise the Trust Board.

To delegate the day to day management of the approved budget to relevant officers, within agreed authorisation limits.

To consider requests for supplementary expenditure and make appropriate recommendations to the Trust Board.

To review financial policy including consideration of long term planning and resourcing in accordance with the Trust's and the Academies' development plans.

Expenditure

To monitor and review expenditure on a regular basis and ensure compliance with the overall financial plan for the Academies and the Trust, and with the financial regulations of the DfE, drawing any matters of concern to the attention of the Trust Board.

Financial Procedures

To monitor and review procedures for ensuring the effective implementation and operation of financial procedures, on a regular basis, including the implementation of bank account arrangements and where appropriate make recommendations for improvement.

To ensure the preparation of the financial statement to form part of the annual report of the Trust Board to stakeholders and for filing in accordance with requirements of the Companies Act, Charity Commission and Funding Agreement (including the Academies Financial Handbook)

Financial Management & Policies

To keep under review the Trust's financial management and reporting arrangements, providing constructive challenge (where necessary) to the actions and judgements of management in relation to the interim management and financial accounts, statements and reports and the annual accounts and financial statements, prior to submission to the Trust Board, paying particular attention to:

- ✚ critical accounting policies and practices, and any changes in them
- ✚ decisions requiring a major element of judgement
- ✚ the extent to which the financial statements are affected by any unusual or complex transactions in the year and how they are disclosed
- ✚ the clarity and transparency of disclosures
- ✚ significant adjustments resulting from the audit
- ✚ the going concern assumption
- ✚ compliance with accounting standards
- ✚ compliance with DfE and legal requirements.

To review the Trust's policy and procedures for handling allegations from whistle-blowers.

To review the Trust's policies and procedures for handling allegations of fraud, bribery and corruption.

To receive reports on the outcome of investigations of suspected or alleged impropriety.

To review the adequacy of policies for ensuring compliance with relevant regulatory, legal and code of conduct requirements.

To ensure that any significant losses are investigated and reported to the DfE where required.

To review the Trust's risk management policy, strategy, processes and procedures for the identification, assessment, evaluation, management and reporting of risks.

To review the adequacy and robustness of risk registers.

To keep under review the adequacy and effectiveness of the Trust's governance, risk management and internal control arrangements, as well as its arrangements for securing value for money, through reports and assurances received from management, the external auditor and any other relevant independent assurances or reports (eg from the National Audit Office).

To review all risk and control related disclosure statements, in particular the Trust's annual "Statement on Internal Control", together with any associated reports and opinions from management, the external auditor and Responsible Officer, prior to endorsement by the Trust Board.

To review any recommendations made by the Secretary of State for Education or the ESFA for improving the financial management of the Academies.

External Audit

To consider the appointment of the external auditor and assess independence of the external auditor, ensuring that key audit personnel are rotated at appropriate intervals.

To recommend the audit fees to the Trust Board and pre-approve any fees in excess of £xxxxx in respect of non-audit services provided by the external auditor and to ensure that the provision of non-audit services does not impair the external auditors' independence or objectivity.

To oversee the process for selecting the external auditor and make appropriate recommendations through the Trust Board to the members of the Trust to consider at any general meeting where the accounts are laid before members.

To discuss with the external auditor the nature and scope of each forthcoming audit and to ensure that the external auditor receives the fullest co-operation.

To review the external auditor's annual management letter and all other reports and recommendations, together with the appropriateness of management's response.

To review the performance of the external auditor on an annual basis.

To recommend to the Members the appointment / re-appointment of the external auditor.

To review and consider the circumstances surrounding any resignation or dismissal of the external auditor.

Internal Audit

To consider the appointment of the internal auditor and assess independence of the internal auditor, including that there is rotation of key audit personnel at appropriate intervals.

To recommend the internal audit fees to the Trust Board and pre-approve any fees in excess of £xxxxx in respect of non-audit services provided by the internal auditor, ensuring that the provision of non-audit services does not impair the internal auditor's independence or objectivity.

To oversee the process for selecting the internal auditor.

To discuss with the internal auditor the nature and scope of each audit and to ensure that the internal auditor receives the fullest co-operation.

To review the internal auditor's reports and recommendations, together with the appropriateness of management's response and action plan.

To review the performance of the internal auditor on an annual basis.

To recommend to the Trust Board the appointment / re-appointment of the internal auditor.

To review and consider the circumstances surrounding any resignation or dismissal of the internal auditor.

Asset Management

To receive when appropriate reports on the management of assets including premises and their security.

To confirm that an asset recording system is in place, including an inventory and fixed asset register for each Academy

Estates Management

To determine the use of the Trust's premises and grounds outside Academies' sessions with regard to the lettings and charging policy.

To ensure that the Trust's premises are inspected on an annual basis and that a planned and costed statement of priorities is prepared and reviewed.

To ensure the responsibilities of the Trust Board under the Environmental Protection Act are met.

To advise the Trust Board when appropriate on environmental issues to ensure the Academies are acting as a responsible institution in its duty to conserve energy, materials and with regard to the local community.

Health & Safety

To receive when appropriate the relevant Health and Safety reports (internal and external) and advise as necessary

General

To review or investigate any other matters referred to the Committee by the Trust Board.

To draw any significant recommendations and matters of concern to the attention of the Trust Board






Termly Meeting Schedule

Autumn Term standard agenda items

Receive and discuss External Audit report
Discuss and approve Annual Financial statement
Discuss and consider the current Budget monitoring report
Update and Agree Trust Risk Register
Review and approve Trust's annual statement of internal control

Spring Term standard agenda items

Discuss and consider the current Budget monitoring report
Receive and discuss any internal Audit reports
Receive and discuss a Premises update for each site
On a rolling programme review the Trust's policy and/or procedures for:

-  Whistle blowing
-  Internal Financial control
-  Budget Monitoring Procedures
-  Business Recovery & Continuity Plans
-  Health & Safety statement and/or policy

Summer term standard agenda items

Review committee ToR
Consider the strategic plans for the Trust and the financial implications
Approve individual Macademy budgets
Approve overall MAT budget
Review and recommend external auditor
Agree any specific focus for external auditor if required