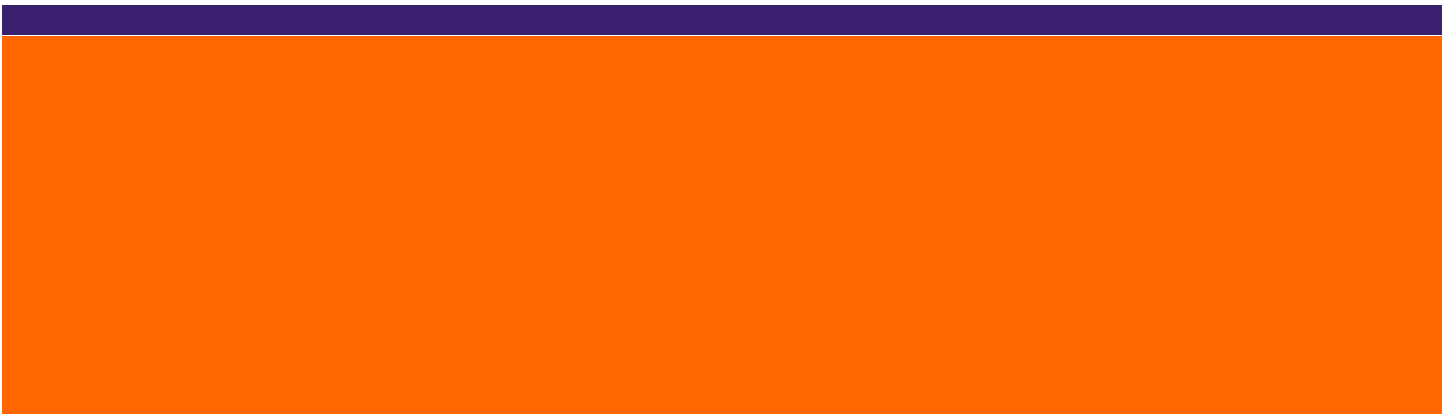




# Audit Committee

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TERMS OF REFERENCE



<b>Reviewed By</b>	<b>Approved By</b>	<b>Date of Approval</b>	<b>Version Approved</b>	<b>Next Review Date</b>

## Mission

The Audit Committee's mission shall be to assist the Board of Trustees to fulfil its corporate governance and oversight responsibilities by providing advice that is independent of management on the adequacy and effectiveness of the Trust's audit arrangements and systems of internal control. It shall review, and challenge where necessary, the actions and judgement of management in relation to the Trust's financial statements and shall ensure compliance with charity and company law and other legal requirements as necessary.

## **INTRODUCTION**

Humber Education Trust (the "Trust") is governed by a Board of Trustees (the "Trustees") who are accountable to the Department for Education and have overall responsibility and ultimate decision making authority for all the work of the Trust, including the establishing and running of the academies operated by the Trust.

The following academies are currently operated by the Trust:

**Christopher Pickering School**

**Ganton Special School**

**Maybury Primary School**

**Neasden Primary School**

**St Nicholas Primary School**

Between 1.11.17 and 1.4.18 the following schools will join the Trust:

**Adelaide Primary School / Broadacre / Clifton Primary School / Gillshill Primary School / Woodland Primary School / Tweendykes Special School / Parkstone Primary School**

(each one the "Academy" or collectively the "Academies").

- An Audit Committee's role is to help the Trustees meet their responsibilities for governance and risk management by having effective internal controls and through the efficient and effective use of funds.
- In order to assist with the discharge of their responsibilities, the Trustees have established a Terms of Reference for the Audit Committee. The Audit Committee shall be a committee established by the BoT.
- The Trustees may review these terms of reference at any time but shall review them at least annually.
- These terms of reference may only be approved by the Board of Trustees but may receive input and recommendations from the audit committee members.
- Although the Board may delegate its functions, it remains fully accountable for them

and has a duty to intervene as and when necessary, including removing all or any of the delegated functions (including those relating to staffing and budgets) from a Local Governing Body and/or Audit Committee if it deems that it would be in the best interests of learners and staff.

- If there is any discrepancy between these Terms of Reference and the Trust's Articles or its Scheme of Delegation, the Articles and Scheme of Delegation shall take precedence over these Terms of Reference in that order.
- A copy of the Trust governance structure is included in Annex 2.

### **Delegated Authority**

The Audit Committee shall have delegated authority to:

- a) investigate any activity within its Terms of Reference;
- b) seek any information it reasonably requires for the proper performance of its role;
- c) in compliance with all procurement and value for money requirements, obtain such external legal or other independent professional advice as is reasonably necessary for the performance of their role, the cost of which shall be borne by the Trust; and
- d) require any member of the Trust's staff and the internal and external auditors, once appointed, cooperate with to cooperate with its reasonable requests for information and assistance.

### **Scope of Responsibilities**

1. To advise the Board of Trustees on the adequacy and effectiveness of the Trust's systems of internal control and its risk management and governance processes and to satisfy itself that satisfactory arrangements are in place to promote economy, efficiency and effectiveness (value for money).
2. To review the adequacy and robustness of the Trust's risk registers, processes and procedures for the identification, assessment, evaluation, management and reporting of risks.
3. To advise the Board of Trustees in relation to the appointment of the internal and external auditors, the terms of such appointments and the scope of work to be undertaken by them; to monitor their performance in accordance with agreed criteria; and to advise the Board of Trustees of all reappointments, resignations and dismissals.
4. To advise the Board of Trustees of any non-audit services undertaken for the Trust by the internal auditors or the external auditors.
5. To promote co-ordination between the internal and external auditors.
6. Prepare for annual audit and pension audit and ensure all working papers and supporting documentation is readily available (with Trust Business Managers)
7. Receive External Audit Management Letter and findings report

8. To discuss with the external auditors any problems or concerns arising from the audits, including a review of the management letter incorporating management's responses, as well as any other matters the external auditors wish to raise.
9. To agree the scope for internal audit each year and to keep under review the Trust's annual internal audit plan and to discuss with the internal auditors any significant findings of internal audit investigations and management responses.
10. To consider and report to the Board of Trustees on internal audit assignment reports, annual reports and control issues included in the management letters of the external auditors, and management's responses to those.
11. To monitor, within an agreed timescale, the implementation of audit-based recommendations from whatever source.
12. Ensure all points raised from Annual Audit Management Report are actioned
13. To report periodically to the Board of Trustees on the effectiveness of the Trust's risk management, internal controls and governance processes, and any significant matters arising from the work of the internal and external auditors; and to assist the Board as required in relation to the production of the Trust's annual report.
14. To ensure that all allegations of fraud, including academic fraud, and any significant losses or other irregularities are properly investigated and, where appropriate, that the internal auditors, external auditors and, where required, the Education and Skills Funding Agency, are informed.
15. To ensure that the conditions of the Trust's Funding Agreement's, including compliance with the Academies Financial Handbook are met.
16. To recommend the annual financial statements to the Trust finance committee and Board of Trustees for approval.
17. To consider and advise the Board of Trustees on any relevant reports or guidance issued by the Education and Skills Funding Agency, as well as any new legislation, which concerns the activities of the Committee.
18. To hold one meeting a year with no management present
19. Invite people to meetings as appropriate who may be in charge of risk and/or will report on agenda specific items.

**Constitution and Membership**

3 members, the majority being Trustees of Humber Education Trust.

Membership:

- Trustee
- Trustee
- Independent Member

No vote on any matters shall be taken at a meeting of the Audit Committee unless the majority of members present are Trustees.

Quorum: 2

Other parties to be invited to attend meetings as relevant and appropriate.

**Adopted by Humber Education Trust Board on 26 September 2017**

**Chair of Humber Education Trust Board .....**

**Humber Education Trust Board Director .....**

**Next Review Date .....**

**INSERT ANNEX 1: Scheme of Delegation**  
**INSERT ANNEX 2: Governance Structure**