



AUDIT, RISK & COMPLIANCE COMMITTEE

Terms of Reference 2023-2024

Constitution

1. The Board of Directors (the **Directors**) of The Diocese of St Albans Multi-Academy Trust (the **Trust Board**) hereby resolves to establish a Committee of the Trust Board to be known as the Audit, Risk and Compliance Committee.

Appointment and Term of Office

2. The Committee will be appointed annually by the Trust Board and shall hold office from the date of their appointment until either their resignation, or their omission from membership of the Committee on subsequent consideration by the Trust Board – whichever occurs first. Additional members may be appointed at any time by the Trust Board.

Membership, Quorum and meetings

3. The Committee shall have a minimum of three Trust Board Directors and **no maximum**. The membership of the committee may include persons who are not Directors, provided that a majority of the Committee are Directors of the Trust Board. Members of the committee may not be employees of the Trust.

4. The quorum of the Committee is three. Decisions of the committee will be taken by a simple majority vote of those present, with the Chair having a casting vote if required,

5. Only full members of the Committee who have been approved by the Trust Board have the right to vote on any matters. The accounting officer and chief financial officer should attend the meetings to provide information and participate in discussions. The Committee may also invite attendance at meetings from other persons who are not members of the Trust Board or Committee members to assist or advise on a particular matter or range of issues. Such persons shall not be entitled to vote.

6. The Trust Board will appoint one of the members of the committee as Chair – this person must not be employed by the Trust. If the Chair of Trustees is a member of the Committee, they must not be appointed as the Chair of the Committee. The Chair of the Finance, People & Operations Committee should not be Chair of Audit, Risk and Compliance Committee.

7. The CEO will appoint a clerk to the committee.

8. The committee should meet at least three times per year.



Duties

9. The Audit, Risk and Compliance Committee is authorised by the Trust Board to:

- seek any information it requires from any employee, with all employees directed to cooperate with any request made by the Committee;
- obtain any external legal or independent professional advice, where necessary.

10. The Audit, Risk and Compliance Committee is responsible for:

General

- ensuring that the Trust and schools are compliant with all legal responsibilities, and that risks are identified and robustly managed throughout the organisation;
- embedding Trust audit processes and ensuring that subsequent recommendations are considered and implemented;
- developing systems to track, minimise and manage high impact risks across the Trust;
- observing and complying with the Trust's code of conduct, at all times;
- dealing with all matters relating to auditing, compliance, finance, internal scrutiny and risk management that may be referred to it by the Trust Board;
- keeping up-to-date with any relevant legislation and advising the Trust Board when policies or procedures need to be revised;

Internal Scrutiny

- directing the Trust's programme of internal scrutiny and ensuring this is informed by risk;
- overseeing the delivery of internal scrutiny in a way most appropriate to the Trust's circumstances, which could include employing an in-house internal auditor or buying-in internal audit services;
- advising the Trust Board on the internal scrutiny programme of work and on the need for and, where appropriate, the appointment, re-appointment, dismissal and remuneration of an internal auditor or other assurance provider;
- ensuring that those carrying out the programme of internal scrutiny are suitably qualified and experienced;
- ensuring regular updates to the committee by the internal scrutineer(s) carrying out the programme of work, incorporating a report of the work to each committee meeting and an annual summary report to the committee for each year ended 31 August outlining the areas reviewed, key findings, recommendations and conclusions, to help the committee consider actions and assess year on year progress.
- reporting findings from internal scrutiny activities promptly to the Trust Board;



- keeping the approach to internal scrutiny under review;
- ensuring the internal scrutiny approach the Trust uses is confirmed in the governance statement, which accompanies the annual accounts;

External Audit

- monitoring the progress made against audit recommendations;
- receiving reports (including the annual accounts and management letters) and considering any issues raised, the associated management response and action plans, and report necessary actions to the Trust Board;
- reviewing the external auditor's annual planning document and approve the planned audit approach;
- keeping under review the quality of external auditors and those carrying out internal scrutiny;
- considering the appointment of the external auditor, the audit fee and any questions of resignation or dismissal
- assessing the effectiveness and resources of the external auditor to provide a basis for decisions by the Academy Trust's Members about the auditor's reappointment or dismissal or retendering.
- producing an annual report of the Committee's conclusions on the above two matters to advise the Trust Board and Members, including recommendations on the reappointment or dismissal or retendering of the external auditor, and their remuneration.
- ensuring the programme of internal scrutiny informs the Accounting Officer's statement of regularity in the annual accounts;
- ensuring the Trust submits its annual summary report of the areas reviewed, key findings, recommendations and conclusions to the ESFA by 31 December each year when the audited annual accounts are submitted;
- ensuring the ESFA is provided with any requested internal scrutiny reports;
- ensuring the audited accounts are submitted to the ESFA by 31 December each year and meet other statutory requirements.

Financial Management and Reporting, in co-operation with the Finance, People and Operations Committee

- making reports to the Trust Board on the adequacy of the Trust's financial controls;
- seeking assurance that information submitted to the DfE and ESFA that affects funding, including pupil number returns and funding claims (for both revenue and capital grants) completed by the Trust, is accurate and in compliance with funding criteria;
- reviewing and advising the Trust Board on the development of anti-fraud policies, whistleblowing processes and arrangements for special investigations;
- reviewing an overview of financial statements submitted by the Trust.



Risk Management

- reporting to the Trust Board on the adequacy of the Trust's risk management processes;
- advising on the strategic processes for risk, control and governance and the governance statement;
- advising on assurances relating to the management of risk and governance requirements for the Trust.
- regularly reviewing the DSAMAT risk register and holding the executive leadership team to account for movement of risks and impact to the Trust

Safeguarding

- monitoring the Trust's safeguarding procedures in accordance with statutory and DfE requirements and best practice.
- receiving and scrutinising reports on safeguarding arrangements and trends across the Trust on a regular basis, ensuring that processes and lines of accountability are in place so that safeguarding is effective.

11. The committee will review, adopt and monitor all policies delegated by the Trust Board.

Review

12. The Committee and Trust Board will review these Terms of Reference annually at the beginning of each academic year.