



Terms of Reference

Finance, Audit & Risk Committee

These Terms of Reference for the Finance, Audit & Risk Committee have been approved and adopted by the Bosco Catholic Education Trust.

Approved:	For review:
December 2025	December 2027

1. BOSCO CATHOLIC EDUCATION TRUST MISSION STATEMENT

“Serve the Lord Joyfully”

The Bosco Catholic Education Trust is a Christ-centred family of Catholic academies, within the Diocese of Arundel and Brighton, working together as one body to provide an outstanding education for all. As Catholic schools, we endeavour to develop confident, compassionate and faithful young people. Through partnership, collaboration and mutual support, we seek to enable all those entrusted to our care to become the person God called them to be.

2. GENERAL GOVERNANCE

Decision making and accountability rests with the “Directors”, who are Directors for charity law purposes and company directors registered with Companies House. The Directors are personally responsible for the actions of the Trust and the Academies and are accountable to the Bishop, Members, the Secretary of State for Education and the wider community for the quality of education and the expenditure of public money.

The Board of Directors (“Board”) delegate aspects of governance and the day-to-day oversight of the trust’s work to committees. The Board sets and approves the terms of reference for each of its constituted committees. The terms of reference of this committee will be reviewed every 2 years by the Board.

3. SUB-COMMITTEE PURPOSE

The Finance, Audit & Risk Committee is one of the Trust Board’s constituted committees.

This committee will report formally to the Board of Directors, making recommendations to the Board for consideration and ratification in relation to the Trust’s finance and audit arrangements, risk, systems of internal control and to advise and aid the Board’s responsibility to ensure sound management of the Trust’s finances and resources, including proper planning, monitoring and probity. The Board of Directors reserves the right to request the Finance, Audit & Risk Committee to focus on specific areas of development when appropriate.

4. CONSTITUTION OF THE SUB-COMMITTEE

MEMBERSHIP

- 4.1 Members of the committee are appointed by the Board of Directors and are serving directors. At least 3 Directors will be members of the committee.
- 4.2 Members of the committee will serve for 4 years.
- 4.3 The Committee Chair will be a serving Director from the Board and will be nominated from amongst the Directors and approved by the Board. The Chair’s tenure will be 4 years.
- 4.4 Executive officers of the Trust including the CEO and CFO will attend the committee but with no voting rights.
- 4.5 The Committee may invite other individuals to be members of the committee or to attend specific meetings where their expertise/experience/ perspective will add value to a tabled discussion item.

CONDUCT OF MEETINGS

- 4.6 The committee will meet at least once per half term. The Trust Board reserves the right to ask the committee to convene additional meeting(s) if there are substantive matters which are critical or urgent, or where government policy directives will impact on educational provision or business continuity.
- 4.7 The quorum necessary for meetings is 50%+1 of sitting Committee members, of which 2 must be Directors.

- 4.8 On occasions when the Chair is unable to attend a meeting, members of the committee who are Directors, will nominate a Chair from within their number.
- 4.9 The Committee will appoint a Clerk to the committee, providing a secretarial service to record minutes of the proceedings and resolutions of all meetings and to maintain a record of attendance.

MAIN BOARD REPORTING

- 4.10 The Chair will be responsible for liaising with the CEO and the Chair of the Trust Board in respect of the dissemination of information arising from committee decisions.
- 4.11 The Committee may obtain independent professional advice in accordance with any Trust procedures.
- 4.12 The Committee will circulate minutes of their meetings to the Trust Board, one week prior to the main board meeting, including any relevant reports / documents prepared and approved by the Committee.

5. CORE DUTIES

- 5.1 To ensure the distinctive Catholic ethos of the Trust is lived out explicitly in all Trust activities.
- 5.2 To fulfil its responsibilities as set out in these Terms of Reference in line with the Academies Financial Handbook, the Trust's Financial Regulations and in compliance with the Funding Agreement with the Secretary of State of Education.
- 5.3 To ensure sound, appropriate and prudential management of the Trust's finances and resources, including proper planning, monitoring, probity and value for money.
- 5.4 To advise the Board and Accounting Officer on the adequacy and effectiveness of the Trust's governance, risk management, internal control and value for money systems and frameworks.
- 5.5 To advise the Board on the appointment, re-appointment, dismissal and remuneration of the external auditor;
- 5.6 To advise the Board on the need for and then, where appropriate, the appointment, reappointment, dismissal and remuneration of an internal auditor or other assurance provider;
- 5.7 To advise the Board on an appropriate programme of work to be delivered by independent assurance providers. This programme of work should be to be derived from the Finance Audit & Risk Committee's regard of the key risks faced by the Trust, the assurance framework in place and its duty to report to the Board;

6. DETAILED RESPONSIBILITIES

6.1 Audit

- 6.1.1 Ensure that where a full internal audit service is commissioned the service provider complies with the standards set by the Chartered Institute of Internal Auditors. This will mean the internal audit provider must conform to the Public Sector Internal Audit Standards;
- 6.1.2 Review the external auditor's annual planning document and approve the planned audit approach;
- 6.1.3 Receive reports (assignment reports, annual reports, management letters etc.) from the external Auditor, internal auditor and other bodies, for example the EFA, and consider any issues raised, the associated management response and action plans. Where deemed appropriate, reports should be referred to the Board or another committee for information or action;
- 6.1.4 Regularly monitor outstanding audit recommendations from whatever source and ensure any delays to agreed implementation dates are reasonable;
- 6.1.5 Establish and monitor KPIs with regard to the performance of the external auditor, internal auditor or other assurance provider;
- 6.1.6 Review the Trust's fraud response plan and ensure that all allegations of fraud or irregularity are managed and investigated appropriately;
- 6.1.7 Consider any additional services delivered by the external auditor, internal auditor or other assurance provider and ensure appropriate independence is maintained;
- 6.1.8 Ensure appropriate cooperation and coordination of the work of the external auditor and internal auditor;

- 6.1.9 Meet with the external auditor and internal auditor or other assurance provider, without management present, at least annually.

6.2 Finance

Subject to the detailed requirements of the Academies Trust Handbook, Funding Agreement and the Financial Regulations of the Trust, the Committee shall consider and advise the Trust Board on the following specific matters:

- 6.2.1 The annual estimates of income and expenditure and financial forecast for the Trust and its Academies;
- 6.2.2 Monitoring of revenue finances of the Trust and its Academies and advising the Trust Board on progress to achieving its financial objectives;
- 6.2.3 Monitoring of policies relating to finance, staffing and buildings, including Health and Safety, capitalisation, depreciation, treasury management, investment and borrowing;
- 6.2.4 The acquisition or disposal of land to be used by the Academies;
- 6.2.5 The financial elements of the Risk Management Policy including Health and Safety, buildings and insurance;
- 6.2.6 The management accounts of the Trust, and to advise the Trust Board on the year end accounts;
- 6.2.7 Strategic matters with financial implications concerning sponsorship of Academies;
- 6.2.8 The Financial Regulations, to be reviewed on an annual basis;
- 6.2.9 Any relevant legal and contractual documentation operating within the Articles of Association, Scheme of Delegation, Funding Agreement and Financial Regulations;
- 6.2.10 Policies in relation to non-educational services such as Human Resources, publicity and marketing and to agree changes as necessary;
- 6.2.11 The deployment of non-financial resources, including personnel and property, with a view to advising the Trust Board on the effectiveness of such resources.

7. COMMITTEE AUTHORITY

- 6.1 The Committee is authorised by the Trust Board to carry out any activity authorised by these terms of reference; and to seek any appropriate information that it requires from any employee/officer of the Trust to carry out the work delegated to it by the Trust Board, and all officers/employees shall be directed to co-operate with any request made.
- 6.2 The Committee will report to the Board on any decision taken in accordance with the Scheme of Delegation and delegated powers, including the academies assets, depreciation and removal of such items from the asset register.
- 6.3 The Finance Audit & Risk Committee is authorised to investigate any activity within its terms of reference or specifically delegated to it by the Board. It is authorised to request any information it requires from any Director, governor, employee, external audit, internal audit or other assurance provider.
- 6.4 The Finance Audit & Risk Committee is authorised to obtain any outside legal or independent professional advice it considers necessary, normally in consultation with the Accounting Officer and/or Chair of the Trust Board.

7. GENERAL MATTERS

The Committee shall:

- 7.1 Have access to sufficient resources to carry out its duties, including access to the company secretary/Clerk to the Trust Board and the Trust's lawyers for advice and assistance as required.
- 7.2 Be provided with appropriate and timely training, both in the form of an induction programme for new members and on an on-going basis for all members.
- 7.3 Give due consideration to relevant laws, regulations and any published guidelines or recommendations as pertaining their area of jurisdiction including, but not limited to the Employment Relations Act 1999, the Equality Act 2010, the Part-time Workers (Prevention of Less Favourable Treatment) Regulations

2000 and the Fixed-term Employees (Prevention of Less Favourable Treatment) Regulations 2002, company law, education law, and the Academies Trust Handbook, and any other applicable rules as appropriate.

- 7.4 Should conduct its business consistent with the 7 Principles of Public Life (Nolan Report).
- 7.5 Work and liaise as necessary with all other board committees.

BOARD APPROVAL

A record of approval of these Terms of Reference will be maintained via the Trust Board meeting minutes.