



## **XAVIER CATHOLIC EDUCATION TRUST**

### **COMMITTEE TERMS OF REFERENCE FOR THE FOLLOWING COMMITTEES**

<b>COMMITTEE</b>	<b>CHAIR</b>
<b>FINANCE</b>	<b>JOHN WELLS</b>
<b>EXECUTIVE REMUNERATION</b>	<b>MIKE HARRINGTON</b>
<b>HR</b>	<b>MIKE HARRINGTON</b>
<b>RISK AND AUDIT</b>	<b>MIREK GLINIECKI</b>
<b>EDUCATION AND ENTERPRISE</b>	<b>SARAH CLARK</b>

**REVIEWED AND UPDATED JULY 2024**

**FINANCE COMMITTEE UPDATED JUNE 24 TO INCLUDE CAPEX AND ANNUAL REVIEW OF PARTNERSHIP CONTRIBUTION**

**EDUCATION AND ENTERPRISE COMMITTEE UPDATED JUNE 24 TO INCLUDE EDUCATION REMIT**

**AUDIT AND RISK COMMITTEE UPDATED JUNE 24 TO REMOVE CAPEX APPROVAL RESPONSIBILITY AND NON-RISK RELATED ELEMENTS OF STANDARDS OVERSIGHT**

**GENERAL PRINCIPLES COMMON TO ALL COMMITTEES**

1. Committees shall normally consist of no fewer than three Directors appointed by the trust board. The CEO or their nominated representative is expected to be in attendance at all meetings. The committee may invite such other persons as they see fit to attend any meeting
2. The chair of the committee shall be elected annually at the first meeting of the Autumn term unless previously appointed by the Trust Board
3. The committee may appoint such non-voting members as agreed by the Directors taking into account that directors must always be in the majority. These members will serve in an advisory capacity only and are bound by the Trust Board confidentiality rules.
4. Only full members of the committee, as approved by the Trust Board, shall have the right to vote on any resolution placed before the committee. Other Directors may attend meetings of the committee and may contribute to discussions on matters under consideration but do not have a vote
5. The quorum to enable a meeting to take place or decisions made shall be two directors with the CEO or nominated representative in attendance although not necessarily a voting member. (excepting executive pay decisions applying to the CEO or nominated representative)
6. In the event of a conflict of interest, Directors or attending personnel will withdraw from the meeting for that aspect of discussion and decision-making
7. Where there is an equality of votes for and against a particular resolution the matter will be referred back to the next full Trust Board meeting.
8. While the majority of decisions will be taken at a formal meeting, held either in person or virtually, time sensitive decisions may be made by written resolution. The passing of a written resolution requires a positive response from all committee members. The outcome of the resolution will be recorded in the minutes of the next meeting of the committee.
9. Committees shall meet according to business need. This is usually at least termly.
10. The agenda for the meeting shall be distributed at least seven days before the meeting.
11. Minutes, detailing a summary of decisions taken and points for action will be produced by the Committee clerk as a record of the proceedings of the meeting.
12. As far as is possible taking into account the timing of the meetings, minutes of committees shall be circulated with the papers of the next full meeting of the Trust Board for information and challenge

## TERMS OF REFERENCE FOR THE FINANCE COMMITTEE

1. To ensure that the Trust Board is kept informed of all major financial issues concerning the Trust and its Academies, most notably the overall Trust budget and those of the individual Academies, the management of funds against the budget, the benchmarking of financial performance and the heads of expenditure, the way funds are utilised (including value for money), the way monies are secured and invested and the trust's status as a going concern
2. To receive budget recommendations on behalf of academies and any other budget centres and to recommend the annual budget for the Trust to the Trust Board for approval
3. To annually consider the partnership contribution or equivalent payable by the trust academies and make recommendations to the board. To consider and agree any variance in individual cases
4. From 01/09/2024 To review and where appropriate approve expenditure related to capital project works
5. To receive reports regarding the Trust and its constituent academies finances to include reports on the monitoring of income against expenditure and proposals to revise forecasts for the year. The committee will work with the Trust to make any recommendations to the Trust Board
6. To monitor the production, timeliness and accuracy of key financial statements in response to both statutory and local requirements
7. To review, approve and ensure implementation of the financial regulations manual and all related finance related policies
8. To support the Audit and Risk Committee in monitoring key financial and accounting systems and reviewing any audits of these or the general finances of the Trust and make recommendations to the Trust Board and/or the Local Governing Committees as appropriate.
9. To maintain oversight of aspects of risk associated with the remit of the finance committee and report any new risks or changes to existing identified risks to the Audit and Risk committee
10. The approval of expenditure up to the value of £100k in respect of unbudgeted trust or school items

## **TERMS OF REFERENCE EXECUTIVE REMUNERATION**

1. To set the remuneration of the CEO, Deputy CEO, COO and CFO (or CFOO as applicable) taking into account the outcome of appraisal and benchmarked against similar trusts within the sector.

NB. Pay awards within the framework established by this committee, in respect of all other members of the trust central team and its academies are delegated to the CEO, except in the case of senior personnel where an award exceeding 1 incremental point is being considered in which case it will be reviewed and approved by this committee prior to any award being made.

## TERMS OF REFERENCE FOR THE HR COMMITTEE

1. To oversee, act as a sounding board and provide supportive challenge in holding trust leaders to account for identifying and addressing people orientated priorities across the trust, particularly in relation to organisational structure, recruitment, retention engagement and talent management, performance management, professional development and reward
2. Establish, regularly review and approve amendments to Trust wide HR policies and procedures taking into account any statutory requirements, national or local guidance and/or union agreements. Those policies and procedures will include but are not limited to
  - Pay and conditions
  - Recruitment and Selection, including succession planning
  - Restructure and redundancy
  - Grievance
  - Teachers Appraisal and Capability (Statutory Requirement)
  - Appraisal
  - Equality and Diversity
  - Bullying and Harassment
  - Attendance Management
  - Disciplinary and Capability
  - Whistleblowing
3. To monitor progress against HR related priorities and KPIs
4. To ensure robust arrangements are in place in respect of recruitment, retention, talent management, CPD and succession to meet current and as far as can be foreseen future needs of the trust
5. To monitor organisational wellbeing and morale
6. To ensure statutory returns related to HR (e.g. gender pay gap reporting) are reviewed and submitted
7. Carry out the annual appraisal of the CEO (this may be delegated to 2 members of the committee)
8. Maintain oversight of aspects of risk associated with the remit of the HR committee and report any new risks or changes to existing identified risks to the Audit and Risk committee

## TERMS OF REFERENCE FOR THE RISK AND AUDIT COMMITTEE

### **Risk and Audit Function**

1. Advise and report to the Directors in relation any organisational risks which might impede the development and implementation of a long term strategy for the success of the Trust. The Directors shall consider any such advice given by the Audit Committee.
2. Support the Directors in developing an organisational structure which reflects the Trust's values and enables the management systems, structures and processes to work effectively in line with legal requirements and to ensure sound financial management.
3. Support the Directors in the formulation of risk management policies for the Trust and the Academies for achieving the aims and objectives set out in the Trust's Development Plan or long term strategic vision.
4. Advise the Directors on the adequacy and effectiveness of the Trust's systems of internal control and its arrangements for risk management, control and governance processes and securing economy, efficiency and effectiveness (value for money).
5. Regularly review the statement on internal control and make appropriate recommendation to the Directors and when appropriate ensure messages and advice is effectively communicated to the Local Governing Committee.
6. Support (and challenge when necessary) the Directors and in particular the Chief Executive Officer (Accounting Officer) who from time to time assumes the role of "accounting officer" to ensure he or she satisfies his or her duty as accounting officer to:
  - Ensuring value for money
  - Ensuring regularity and propriety
  - Ensuring prudent and economical administration
  - Avoiding waste and extravagance
  - Ensuring the efficient and effective use of resources
  - Keeping proper accounts.
7. Establish and implement a system of risk reporting by the Academies to the Directors and to oversee that reporting to ensure that such a system complies with the Trust's legal obligations.

8. Review any risk reports submitted by the Academies and advise the Directors on any issues arising from it as well as making recommendations for future reports to sustain the integrity of the financial and risk management systems.
9. Advise on the formulation and implementation of a policy for the approval and signing of contracts, ensuring all contracts to be entered into by the Academy are appropriate, have been authorised (or are within delegated authority) and do not expose the Academy to undue risk.
10. Advise the Directors on the appointment, reappointment, dismissal and remuneration of auditors (both external auditors and internal audit).
11. Monitor the effectiveness of auditors, including the use of auditor performance indicators.
12. Ensure effective coordination between auditors ensuring that a consistent method of audit is adopted across all Academies.
13. Ensure that additional services undertaken by auditors are compatible with the audit independence and objectivity.
14. Agree the work programme of internal audit including the checking of financial controls, systems, transactions and risks.
15. Consider the reports of the auditors and, when appropriate, advise the Directors and the Academies of material control issues.
16. Monitor the implementation of agreed audit recommendations.
17. Advise on policies for the securing of the funds and assets of the Trust including by the prevention of loss through fraud and irregularity.
18. Ensure that all allegations of fraud and irregularity are appropriately investigated and control weaknesses addressed, working with the Directors and the Principals of the Academies, as appropriate.
19. Recommend the annual financial statements to the Directors for approval.

### **Oversight of Estates and Buildings**

20. Monitor estate condition works receiving prioritised schedules of work based on condition category and ensuring the efficient and effective use of resources.

21. Monitor Health and Safety Compliance against relevant policies and procedures across the estate, receiving regular reports on statutory checks and action plans to meet and maintain full compliance.
22. Ensure the Trust Estates team is appropriately staffed and skilled to deliver the most efficient and optimised service across the Trust estate, and to review the team composition and workload as the Trust grows.

### **School Performance and Standards**

23. Monitor school standards and performance across the Trust from a risk perspective
24. Review Public Examination results and any key, resulting actions to improve performance.
25. In partnership with colleagues on the education and enterprise committee, monitor implementation of key plans and actions as a result of internal academic audits of schools or any external inspections.



## **TERMS OF REFERENCE FOR THE EDUCATION AND ENTERPRISE COMMITTEE**

### **Oversight of whole trust education provision**

#### 1. The oversight of the Curriculum and Standards across the Trust

Reviewing and recommending the Trust's curriculum approach to the Trust Board.

Monitoring and evaluating the educational performance of the schools within the Trust.

Ensuring that each academy follows a curriculum that meets or exceeds the rigour of the national curriculum and meets any statutory requirements.

Reviewing and approving any required policies related to curriculum, assessment, teaching, and learning.

#### 2 The oversight of pupil/student performance

Reviewing pupil and student performance data and progress against targets.

Monitoring the implementation and effectiveness of intervention strategies to support student achievement.

Ensuring that each school has robust systems in place for tracking student progress and addressing underachievement.

#### 3. The strategic oversight of the Quality of Teaching

Monitoring the quality of teaching and learning across the Trust.

Reviewing reports on standards, and professional development.

Ensuring that continuous professional development opportunities are provided to enhance teaching quality.

#### 4. The strategic oversight of provision for Vulnerable Children & Students

Reviewing and monitoring the provision and outcomes for disadvantaged children and students, those with special educational needs and disabilities and any other groups who may be vulnerable to underachievement.

Ensuring compliance with statutory requirements for SEND.

Evaluating the impact of SEND policies and practices on student outcomes.

#### 5. The strategic oversight of Wellbeing & Pastoral Care

Ensuring effective provision for children and students well-being and pastoral care.

Reviewing policies and practices related to student wellbeing, behaviour, and attendance.

#### 6. Reporting and Accountability

Reporting regularly to the Trust Board on the committee's activities, decisions, and recommendations.

Ensuring transparency and accountability in the committee's operations and decisions.

As necessary, engaging with stakeholders, including parents, staff, and the wider community, to gather input and feedback on educational matters.

## **Oversight of Trust Enterprise**

1. Agree and monitor the strategic plans for the Teach SouthEast SCITT and the Xavier Teaching School Hub.
2. Hold the leadership teams for Teach SouthEast and the Teaching School Hub to account for meeting the strategic objectives, including demonstrating progress against key performance indicators to recruit, develop and retain outstanding teachers and leaders.
3. Ensure that Teach SouthEast and the Xavier Teaching School Hub, and any future Xavier enterprises, deliver value and benefits to the Xavier Catholic Education Trust as well as the wider school community.
4. Ensure the Board is informed of any key developments (e.g., funding or policy changes) in relation to the scope and structure of Teach SouthEast and Teaching School Hub, ensuring the impact on the Trust is understood.
5. Oversee compliance with grant funding terms and conditions, ensuring all externally agreed KPIs, return dates and milestones are met.
6. Monitor the finances of the Xavier enterprises, specifically including SJB maths hub - ensuring the Board has visibility of any funding conditions and any risks/impacts if these are not met.
7. To maintain effective oversight of risk issues pertinent to the committee's remit and refer any changes in status to the audit and risk committee as appropriate.
8. Scrutinise proposals for any new income generating enterprises, ensuring recommendations are presented to the Board prior to approval.
9. Review, approve, and maintain oversight of any strategic policies specific to Teach SouthEast, the Xavier Teaching School Hub and any future Xavier enterprises

