

**New College Durham Academies Trust
Trust Corporate Services Committee
Terms of Reference**

Purpose

To assist the strategic planning and decision making of the Trust Board, by enabling more detailed consideration to be given to the best means of fulfilling the Trust Board's responsibility in respect of its corporate service areas such as Human Resources, financial updating, ICT, facilities/estates and contracts management.

To respond to minutes and actions arising from the Academies Corporate Services Group.

To make appropriate comments and recommendations on such matters to the Trust Board on a regular basis.

Human Resources

To keep under review the Trust's employment policies and procedures and to evaluate the effect of Trust Board decisions on any aspect of management of the Trust's human resources and to make recommendations to the Trust Board as appropriate.

The committee shall:

- advise the Trust Board and make recommendations concerning human resources policies and major procedures;
- approve, on behalf of the Trust Board, minor policy amendments or revisions to procedures, where such amendments do not affect the substance of the policy or procedure previously agreed;
- monitor and review staff information including sickness absence and equal opportunities information;
- monitor and review the application of all human resources procedures;
- monitor and review any other matter referred to it by the Trust Board.

Financial updating

To consider and keep under review the Trust's financial position, which will cover issues such as budgeting, management accounts and forecasting and make recommendations to the Trust Board as appropriate. The committee shall advise the Trust Board and make recommendations concerning the Financial Regulations, Financial Procedures and Treasury Management Policy.

ICT and information governance

- To ensure that the development of ICT provision is coordinated across the Trust.
- To provide a strategic lead for the ICT vision and ensure that a high quality solution is available which works across the Trust.

- The committee shall review and approve, on behalf of the Trust Board, changes to the Trust's information governance policies and procedures including those covering Data Protection, Freedom of Information, Records Management and Information Security.
- To monitor and review the application of the Trust's information governance policies and procedures.
- To advise and make recommendations to the Trust Board on the above as appropriate.

Facilities/Estates

- To monitor and review the management of the academies estates, infrastructure and grounds, including environmental and sustainability issues.
- To monitor and review all aspects of Health & Safety management, including review and approval of policy changes.
- To advise and make recommendations to the Trust Board on the above as appropriate.

Contracts management

- To keep under review the external contracts management.
- Oversee the procurement and tendering process for new contracts and make appropriate recommendations to the Trust Board.
- To advise and make recommendations to the Trust Board on the above as appropriate.

Frequency of meetings – termly

Composition – Minimum of 3 Trust Board Directors

Quorum - 2 Trust Board Directors

Chair – Paul Bradley

Clerk – Company Secretary

Reviewed by Academies Trust Board June 2021

New College Durham Academies Trust

Audit and Risk Committee Terms of Reference

3. Authority

The Audit and Risk Committee is a Committee of the Board and 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 employee, external audit, internal audit or other assurance provider.

The Audit and 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 Governors. However, the Audit and Risk Committee may not incur expenditure in excess of £5,000 in doing so without the prior approval of the Board.

2. Role

The role of the Audit and Risk Committee is to maintain an oversight of the Academies Trust's (AT's) governance, risk management, internal control and value for money (vfm) framework. It will report its findings annually to the Board and the Accounting Officer as a critical element of the AT's annual reporting requirements. The Audit and Risk Committee has no executive powers or operational responsibilities/duties.

3. Duties

The duties of the Audit and Risk Committee are to:

3.1 Advise the Board and Accounting Officer on the adequacy and effectiveness of the AT's governance, risk management, internal control and vfm systems and frameworks. An annual report will be produced by the Audit and Risk Committee in this regard.

3.2 Advise the Board on the appointment, re-appointment, dismissal and remuneration of the external and regularity auditor.

3.3 Advise the Board on the need for and then, where appropriate, the appointment, re-appointment, dismissal and remuneration of an internal auditor or other assurance provider.

3.4 Advise the Board on an appropriate programme of work to be delivered by independent assurance providers [internal audit /external audit/responsible officer/other]. This programme of work should be to be derived from the Audit and Risk Committee's regard of the key risks faced by the AT, the assurance framework in place and its duty to report to the Board as detailed in 3.1.

3.5 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. From 1 April 2013, this will mean an internal audit provider which conforms to the Public Sector Internal Audit Standards.

3.6 Review the external auditor's annual planning document and approve the planned audit approach.

3.7 Receive reports (assignment reports, annual reports, management letters etc) from the external auditor, internal auditor and other bodies, for example the EFA and NAO, and consider any issues raised, the associated management response and action plans. Where deemed appropriate, reports should be referred to the Board or other committee for information or action.

- 3.8 Regularly monitor outstanding audit recommendations from whatever source and ensure any delays to agreed implementation dates are reasonable.
- 3.9 Establish and monitor KPIs with regard to the performance of the external auditor, internal auditor or other assurance provider.
- 3.10 Review the AT's fraud response plan and ensure that all allegations of fraud or irregularity are managed and investigated appropriately.
- 3.11 Consider any additional services delivered by the external auditor, internal auditor or other assurance provider and ensure appropriate independence is maintained.
- 3.12 Ensure appropriate cooperation and coordination of the work of the external auditor and internal auditor.
- 3.13 Meet with the external auditor and internal auditor or other assurance provider, without management present, at least annually.

Composition – Minimum of 3 Directors

Quorum – 2

Meeting frequency – at least once per term

Last reviewed by the Board June 2021

New College Durham Academies Trust (“the Trust”)

Terms of Reference of the Remuneration Committee

1. To advise the Trust board on the remuneration and conditions of service of the Executive Principal, Principal, Academic Directors, Corporate Service Directors, Company Secretary and such other designated senior leaders as the Trust board deem appropriate.
2. In determining recommendations to the Trust board on the remuneration and conditions of service of designated senior post holders, the committee will consider both national benchmarking information on pay and conditions for institutions of a similar size or style to the Academies and information on similar positions within the region.
3. Subject to express delegated authority from the Trust board, the committee may determine salary progression for designated senior leaders utilising a salary progression methodology approved by the Trust board, and may authorise the implementation of any such determination. Such action shall be reported to the Trust board at its next meeting.

Composition: a minimum of 3 Directors

Quorum: 2

Meetings frequency: a minimum of once a year.

HR adviser: HR Manager from New College Durham

Clerking: Company Secretary

Last reviewed and approved by the Board 24 June 2021