Title	**Terms of Reference: Board & Committees**
Prepared by	Katie Stobbart
Date	October 2026 by TEFAT Board

Trust Board

Membership

Trustees (appointed by Members or Trustees)
Minimum of 3. No maximum.

Meets

Six times per annum (minimum requirement of 3)

Terms of Reference

The academy trust is the legal entity with the board having collective accountability and responsibility for the academy trust and assuring itself that there is compliance with regulatory, contractual, and statutory requirements. The trust board:

1. Acts as 'Guardians of the Purpose' and holds the CEO and executive to account
2. Ensures that the organisation is being administered in line with its charitable objects
3. Agrees the strategy and direction of the organisation and protecting the assets
4. Ensures effective governance at all levels with appropriate and proportionate approaches to the management of finance and risk.

Board Committees

- Audit
- Community Councils
- Education
- Finance

Committee Terms of Reference

Constitution

a. The trustees of the Elliot Foundation Academies Trust (the Trust Board) has established three committees of the Trust Board to use this ToR: Education, Audit and Finance.
b. The Trust Board recognises the overriding principles of the Academy Trust Handbook (the ATH) and that committees should be established in such a way as to achieve both the objectives of its Articles of Association at the requirements of the ATH.

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Membership

a. Committees shall have a minimum of three members and a maximum of five members. A majority of Committee members must be Trustees and will ensure Committee members have the necessary skills, background and experience to properly fulfil the Committee functions.The Committee's current members are See TEFAT website.
b. Committees shall at the first meeting of each academic year elect a member to act as chair of the Committee (the Chair). The Committee will elect a temporary replacement from among the members present at the meeting in the absence of the Chair.
c. The Audit Committee Chair must be independent of the Chair of the Finance Committee
d. No person may act as Chair unless they are also a member of the Trust Board.
e. The CEO shall ensure that a governance professional is provided to take minutes at meetings of the Committee.
f. The Committee may invite attendance at meetings from persons who are not Trustees or Committee members to assist or advise on a particular matter or range of issues. Such persons shall not be entitled to vote.

Remit and responsibilities of the Committee

Each Committee shall be responsible for the matters set out in their Schedule.

Proceedings of Committee meetings

a. The Committee will meet as often as is necessary to fulfil its responsibilities but at least three times a year.
b. Any two Committee members can request that the Chair convene a meeting by giving no less than 14 school days prior notice.
c. The quorum for the transaction of the business of the Committee shall be three Committee members. No vote on any matter shall be taken at a meeting of the Committee unless the majority of members of the Committee present are trustees.
d. Every matter to be decided at a meeting of the Committee must be determined by a majority of the votes of the members present and voting on the matter.
e. Each member present in person shall be entitled to one vote.
f. Where there is an equal division of votes the Chair shall have a casting vote.
g. A register of attendance shall be published on the Trust website annually.

Authority

a. The Committee is authorised by the Trust Board to:
    - carry on any activity authorised by their schedule; and
    - seek any appropriate information that it requires from any officer of the Trust and all officers shall be directed to co-operate with any request made.

Reporting Procedures

a. Within 14 days of each meeting the Committee will:
   - produce and agree minutes of its meetings;
   - make those minutes available to the Trust Board via GovernorHub;
   - share a verbal update of the meeting at the next Board meeting.

b. The Committee shall conduct an annual review of its work and these terms of reference and shall report the outcome and make recommendations to the Trust Board.

Schedule of Responsibilities of the Audit Committee

External Audit

1. To consider the appointment of the external auditor and assess the independence of the external auditor, ensuring that key audit personnel are rotated at appropriate intervals.
2. To recommend the audit fees to the Trust Board and pre-approve any fees in excess of £10,000 in respect of non-audit services provided by the external auditor and to ensure that the provision of non-audit services does not impair the external auditors' independence or objectivity.
3. To oversee the process for selecting the external auditor and make appropriate recommendations through the Trust Board to the members of the Trust to consider at any general meeting where the accounts are laid before members.
4. To discuss with the external auditor the nature and scope of each forthcoming audit and to ensure that the external auditor receives the fullest cooperation.
5. To review the external auditor's annual management letter and all other reports and recommendations, together with the appropriateness of management's response.
6. To review the performance of the external auditor on an annual basis.
7. To review and consider the circumstances surrounding any resignation or dismissal of the external auditor.

Internal Audit

8. To determine and recommend to the Board the scope and nature of arrangements for independent review of financial activities of the Trust; the internal audit function.
9. To review the internal auditor's programme and ensure that the internal audit function is adequately resourced and has appropriate standing within the Trust.
10. To review, on an exception basis, the reports and recommendations of the internal auditor, together with the appropriateness of management's response.

11. To monitor the implementation of action agreed by management in response to reports from the external auditor and/ or internal auditor.
12. To review the Trust's policy and procedures for handling allegations from whistleblowers.
13. To review the Trust's policies and procedures for handling allegations of fraud, bribery and corruption.
14. To receive reports on the outcome of investigations of suspected or alleged impropriety.
15. To review the adequacy of policies for ensuring compliance with relevant regulatory, legal and code of conduct requirements.
16. To ensure that any significant losses are investigated and reported to the DfE where required.
17. To review the Trust's risk management policy, strategy, processes and procedures for the identification, assessment, evaluation, management and reporting of risks.
18. To review the adequacy and robustness of risk registers.
19. To keep under review the adequacy and effectiveness of the Trust's governance, risk management and internal control arrangements, as well as its arrangements for securing value for money, through reports and assurances received from management, the Responsible Officer, the external auditor and any other relevant independent assurances or reports (e.g from the National Audit Office).
20. To review all risk and control related disclosure statements, together with any associated reports and opinions from management, the external auditor and Responsible Officer, prior to endorsement by the Trust Board.

General

21. To review or investigate any other matters referred to the Committee by the Trust Board.
22. To draw any significant recommendations and matters of concern to the attention of the Trust Board.
23. To oversee the delivery of the trust's responsibilities in regards to data protection.
24. To support the Trust Board with the oversight of H&S compliance and monitoring

Schedule of Responsibilities of the Finance Committee

1. To consider the academies' indicative funding, notified annually by the DfE, and to assess its implications for each academy, in consultation with the Principal, and for the Trust as a whole, drawing any matters of significance or concern to the attention of the board.
2. To consider and recommend acceptance/non-acceptance of each academy's budget, at the start of each financial year.

3. To receive and make recommendations on the broad budget headings and areas of expenditure to be adopted each year, including the level and use of any contingency fund or balances, ensuring the compatibility of all such proposals with the TEFAT and academy development priorities.
4. To contribute to the formulation of each academy's development plan, through the consideration of financial priorities and proposals, in consultation with Principals, with the stated and agreed terms and objectives of each academy.
5. To receive reports on staffing, as appropriate, and make recommendations about the financial aspects of matters being considered.
6. To monitor and review expenditure on a regular basis and ensure compliance with the overall financial plan for each academy.
7. To establish and maintain a structure for delegated financial authority.
8. To establish and maintain a Trust procurement guide and ensure a register of high value contracts is maintained and kept up to date.
9. To monitor reports of cashflow.
10. To monitor summary reports of actual expenditure and income by Academy against the budget supplied by the Finance Director.
11. To monitor all material movement of current assets and liabilities within consolidated monthly management reports.
12. To monitor summary reports of forecast end of year out-turn by Academy supplied by the Finance Director.
13. To keep under review the Trust's financial management and reporting arrangements, providing constructive challenge (where necessary) to the actions and judgements of management in relation to the interim management and financial accounts, statements and reports and the annual accounts and financial statements, prior to submission to the Trust Board, paying particular attention to:
    - critical accounting policies and practices, and any changes in them
    - decisions requiring a major element of judgement
    - the extent to which the financial statements are affected by any unusual or complex transactions in the year and how they are disclosed
    - the clarity and transparency of disclosures
    - significant adjustments resulting from the audit
    - the going concern assumption
    - compliance with accounting standards
    - compliance with DfE and legal requirements.
14. To review any recommendations made by the Secretary of State for Education for improving the financial management of the academies

General

15. Convening, as required, the Remuneration Committee to consider remuneration in line with the Trust Pay Policy.
16. Reviewing or investigating any other matters referred to the Committee by the Trust.

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Schedule of Responsibilities for the Education Committee

1. To ensure that each academy is performing at, or above national standards and all children are receiving the best possible education.
2. To receive a termly report from the Operations Group on progress made in the delivery of the Trust Education Plan and overall health of education across the Trust and thereby:
   - monitor standards and progress relating to children and their learning and challenge underperformance in any academy.
   - evaluate the depth and breadth of the curriculum offer alongside quality of teaching
   - monitor and challenge the progress of disadvantaged or vulnerable pupils
   - consider on an annual basis the identified educational priorities for the Trust as a whole and make recommendations to the board for any changes.

Terms of reference for Community Councils

Purpose

a. Whilst the Trustees hold ultimate legal responsibility for the governance of all Elliot Foundation schools, each academy benefits from its own Community Council (CC).
b. Although CCs are advisory bodies, with no delegated authority, Councillors play a vital role in connecting each academy, its staff, and its pupils to the wider community. This involvement supports our statutory duty to listen to and work alongside parents, carers, and local stakeholders.
c. Councillors are essential to fostering collaboration and celebrating the achievements of our local communities. Accountability for educational outcomes, budgets, estates, compliance and HR lies with the Principal, Operations Group and Trust Board.

Membership

a. Each community council should have between 6-9 members that reflect the community that the academy serves.
b. Membership should be made up as follows:
   - Principal (or by exception a designated representative such as Head of School);
   - 2 elected parents/carers of pupils at the school.
   - 1 staff member elected by the staff body.
   - 2 - 5 community members
c. Each councillor will have a term of office of 4 years. They may hold their position for a maximum of 12 years (3 terms of office).

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Remit and responsibilities

a. Community councils have 4 key areas of responsibility:
   - Links the academy to local organisations to address local needs, knowing and celebrating community strengths while holding the highest expectations for all children.
   - Champions the academy's ethos and amplifies staff and pupil achievements
   - Represents the lived experience of parents and staff, to help ensure that Trust decisions are rooted in real-world context.
   - Taking part in Stage 3 complaints panels.

Meetings

a. The group should meet 3 times a year at a time to suit the membership and the school.
b. The school shall circulate any paperwork ideally one week prior to the meeting.
c. The group shall ensure that someone is nominated at each meeting to complete the 'Action & Impact Log' and to provide feedback to the Trust Board via a Google Form.
d. All attendees shall adhere to the 'Code of Conduct' in the course of their duties as a councillor.

Administration of the group

a. The group shall appoint a Chair at the start of each academic year from amongst their membership. Appointment to a vice-chair role is optional, but encouraged.
b. All councillor business shall be conducted via the Trust's preferred online platform, GovernorHub.