

Terms of Reference for Aurora Academies Trust Audit and Risk Committee

Role of the Committee

In accordance with the Academy Trust Handbook, the role of the committee is to:

1. oversee and approve the trust's programme of internal scrutiny;
2. review the work of the external auditor and assess their effectiveness;
3. ensure that risks are being addressed appropriately; and
4. report to the board on the adequacy of the trust's internal control framework, including financial and non-financial controls and management of risks.

Constitution and Membership

1. The committee shall comprise at least three trustees; the committee may appoint other independent and suitably skilled and experienced individuals (co-opted committee members) to the committee where it is deemed to be in the best interests of the trust. The term of office of a co-opted committee member is four years.
2. Members of the committee shall be appointed by the trust board in consultation with the chair of the committee.
3. Committee membership will be reviewed annually.
4. Only members of the committee have the right to attend committee meetings. However, member of the trust's management team may be invited to attend meetings of the committee.
5. The trust board shall appoint the committee chair. In the absence of the committee chair and/or an appointed deputy at a committee meeting, the remaining members present shall elect one of themselves to chair the meeting. The chair of trustees and the chair of the finance committee may not be appointed as chair to this committee.

Clerk

The Governance Manager, or their nominee, shall act as the clerk of the committee.

Quorum

The quorum necessary for the transaction of business shall be two trustees who are members of the committee.

Frequency of meetings

The committee shall meet at least three times a year.

1. Notice of meetings

6.1 Meetings of the committee shall be called by the clerk at the request of the committee chair or any of its members, or at the request of the external audit lead partner.

6.2 Unless otherwise agreed, notice of each meeting confirming the venue, time and date together with an agenda of items to be discussed, together with any supporting papers shall be placed on GovernorHub no later than seven days before the date of the meeting.

Minutes of meetings

The clerk shall minute the proceedings and decisions of all committee meetings, including recording the names of those present and in attendance.

Draft minutes of committee meetings shall be approved by the committee chair. Once approved, draft minutes shall be placed on GovernorHub and committee members advised

Responsibilities of the Committee

Internal Scrutiny

- a. Agree a programme of work annually to deliver internal scrutiny, agree who will perform the work and consider their reports and the trust's progress in addressing recommendations.
- b. Review the ratings and responses on the risk register to inform the programme of work.
- c. Have access to internal auditors and any other third parties who have been commissioned to report on the trust and its schools.
- d. Receive regular updates from the internal auditors carrying out the programme of work, including a report of their work to each committee meeting.
- e. Receive an annual summary report 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.
- f. Ensure information submitted to DfE that affects funding is accurate and complies with funding criteria.

External Audit

- a. Review the external auditor's plan each year;
- b. Review the annual report and accounts before they are approved by the trust board;
- c. Review the external auditor's findings and actions taken by the trust's management team in response to those findings;
- d. Advise the trust board to help it ensure there is an appropriate, reasonable and timely response by the trust's management team to findings by external auditors, taking opportunities to strengthen systems of financial management and control;
- e. Assess the effectiveness and resources of the external auditor and report to the trust's members about the auditor's reappointment or dismissal or retendering.
- f. To retender the external audit contract at least every five years.

Risk Management

- a. Advise the trust board on the format and content of the trust's risk register.
- b. Assist the trust board in fulfilling its reporting responsibilities in relation to risk in the annual report.
- c. Assess the adequacy and effectiveness of the trust's processes and procedures to manage risk and its internal control framework, including the design, implementation and effectiveness of those systems.
- d. The committee shall, in conjunction with the other committees of the trust, consider the management of financial and non-financial risks including risks relating to
 - pupil outcomes,

- Ofsted inspections,
 - safeguarding
 - health and safety
 - artificial intelligence
 - cyber security
 - data protection.
- e. In relation to the risk management of artificial intelligence, the committee shall:
- receive at each meeting the AI steering group report and advise as necessary.
 - monitor compliance with the stated AI principles of the trust and any statutory obligations regarding the use of AI technologies

Reporting responsibilities

The committee chair shall report formally to the trust board on its proceedings at the trust board meeting following each committee meeting.

Review

These terms of reference were approved by the trust board and shall be reviewed annually.

May 2026