



FINANCE, ESTATES, STAFFING & AUDIT COMMITTEE

TERMS OF REFERENCE | REVIEWED OCTOBER 2026

TOGETHER WE LEARN | TOGETHER WE GROW | TOGETHER WE THRIVE

AMBITION • BELONGING • KINDNESS • JOY

General Terms / Membership

- The Finance, Estates, Staffing & Audit Committee (FESA) will be appointed by and report to the Board of Trustees. Members of the Committee will be drawn from among the Board of Trustees.
- The Board of Trustees will appoint the Chair of the Committee and the Chair's term of office will be one year.
- The Committee will have a minimum of three members.
- A quorum shall be the majority.
- FESA will form a Pay Committee of 3 members from their own numbers, whose additional and separate responsibilities are specifically outlined in this Terms of Reference.
- The FESA Committee will liaise and consult with other Committees where necessary, and will at all times have regard to the Academy Trust's Vision & Ethos, Trust Policies, and the Strategic Plan. All Committees must have regard to safeguarding and equalities issues in their work.
- Each Committee will annually review and recommend changes to its Terms of Reference.
- Unless the Board of Trustees has delegated powers of decision in writing to the FESA Committee, recommendations from the Committee must be considered and decided by the full Board.

Delegated Powers

- Finance management and approvals as per the scheme of delegation.
- Staffing structure oversight and approvals as per the scheme of delegation.

Meetings

- The Trust Board is free to determine how often the FESA Committee should meet, but the Committee will generally set its own meetings schedule in the light of business need.
- The quorum for the Committee shall be the majority of members of the FESA committee.
- In the absence of the Chair, the Committee will choose an acting Chair for that meeting from among the Trustees present.
- The Head Teacher (CEO & Accounting Officer) will normally attend (even if not in the capacity of a Trustee member) the Committee meetings with other Academy Leaders as appropriate. The Committee may seek independent professional advice and request their attendance at meetings if it considers this necessary.
- The Committee meetings will normally be clerked by the Governance Professional. In the absence of the Governance Professional the Committee will choose a clerk for that meeting. FESA meetings will not be open to the public but minutes will be made publicly available. Information relating to a named person or any other matter that the

Committee considers confidential should be recorded by the Clerk in a Part 2 Confidential Minute and excluded from the public record.

- The draft minutes of each meeting will be circulated with the agenda for the next ordinary meeting of the Board of Trustees and will be presented at that meeting by the Committee Chair (or in their absence another member of the Committee).
- Any decisions taken under FESA's delegated powers should be communicated to the board.
- Any recommendations that the FESA Committee will put to the Board, must be agreed by a simple majority of Committee members present and voting. In the event of a tie, the chair of the Committee will exercise a casting vote.

Remit and Responsibilities

The primary purposes of the Finance, Estates, Staffing & Audit Committee is established to assist the Trust Board in fulfilling its oversight responsibilities of the Trust's Financial Management; People Matters, Health and Safety, Risk, Audit, Digital Technology, Data Protection and Cyber Security, Estates Management (including climate impact management) and Procurement. The Committee shall also take on other work as directed by the Board.

Financial Management:

- Fulfil its responsibilities as set out in these Terms of Reference in line with the Academy Trust handbook, the Trust's Financial Regulations and in compliance with the Funding Agreement with the Secretary of State;
- Ensure sound monitoring and scrutiny of the Trust's finances and resources, including proper planning, monitoring, probity and value for money;
- Consider and recommend to the Board acceptance of the Trust's budget for each financial year and three year financial plan.
- Monitor and scrutinise the Academy Trusts financial performance against the approved budget, reporting scrutiny to the Board of Trustees. Monitor monthly management accounts: I&E with variances, rolling 12-month cashflow forecast, balance sheet and monitoring key risks and opportunities.
- Consider, approve and recommend to the board any procurement activity in accordance with the approved scheme of delegation
- Consider reserves and liquidity and the investment policy.
- Review any subsidiary trading companies, joint ventures, letting and leasing arrangements.
- Maintain focus on a "Going Concern" basis, reporting any risks to this to the Board of Trustees.

Estates Management:

- Ensure all areas of insurance are adequately covered annually.
- Ensure the Academy Estate is both an asset and a mechanism to deliver outcomes for students.
- Ensure that the Academy manages their estates strategically and maintain their estate in a safe working condition.

Oversee the integration of sustainability across the Academy, particularly in estates management ensuring alignment with the DfE's Sustainability and Climate Change strategy.

People

- Consider and recommend a strategy for staff performance development including appraisal and capability and employee engagement.
- Monitoring and scrutinise the Academy's approach to (and outcomes of) effective employee engagement, managing staff wellbeing and promoting a positive working culture.
- Consider and recommend annually; the staffing establishment design, remuneration framework, including terms and conditions for employees, taking into account affordability and efficiency and reporting to the Board of Trustees.
- Consider, recommend and keep under review a pay policy for the remuneration, benefits and incentives of the Head Teacher (CEO and Accounting Officer) and such other members of the Academy Leadership as the Trust Board shall from time to time direct. Seek evidence of the remuneration, benefits and incentives paid to senior leaders in comparable employment.
- Determine the scope of the Pay Policy.
- Approve all termination payments and compensation commitments and ensure these are in line with the Academy Trust Handbook
- Establish panels of trustees to hear staff appeals where required and appropriate in line with the Academy's HR policies and procedures.
- Ensure the Academy's HR Advisory support is adequately covered and formal staffing issues are addressed in line with adopted policies and procedures and that HR provider / legal advice is obtained where required.
- Monitor workforce indicators (such as absence, turnover, staff surveys), review structure changes, safer recruitment compliance and SCR assurance headlines alongside training compliance
- *Pay Committee (sub membership)* The establishment and review of the pay policy in line with the agreed scope of the wider FESA committee.
- Review recommendations and make decisions regarding the pay of the deputy and assistant head teacher(s), classroom teachers and support staff following consideration of the recommendations of pay reviewers, the advice of the head teacher and any representations from a teacher.
- Review recommendations and make decisions regarding the pay of the head teacher following consideration of the recommendations of the Trustee Board members responsible for head teachers' appraisal and performance reviews;
- Review recommendations and make decisions regarding the award of any additional payments, such as TLRs.

External Audit

- To consider the appointment of the external auditor and assess independence of the external auditor, ensuring that key audit personnel are rotated at appropriate intervals.
- To recommend the audit fees to the Board, including 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.
- To oversee the process for selecting the external auditor and make appropriate recommendations through the Board to the Members of the Trust to consider at any general meeting where the accounts are laid before members.
- To discuss with the external auditor the nature and scope of each forthcoming audit and to ensure that the external auditor receives the fullest co-operation.
- To review the external auditor's annual management letter and all other reports and recommendations, together with the appropriateness of management's response.
- To review the performance of the external auditor on an annual basis.

- To recommend to the Members, through the Board of Trustees, the appointment/reappointment of the external auditor.
- To review and consider the circumstances surrounding any resignation or dismissal of the external auditor.

Internal Scrutiny

- To set and review the internal scrutiny programme and ensure that the internal scrutiny function is adequately resourced and has appropriate standing within the Trust.
- To appoint the internal scrutineer and review the reports and recommendations of the internal scrutineer, together with the appropriateness of management's response.
- To monitor the implementation of action agreed by management in response to reports from the external auditor and internal audits.

Risk Assurance

- At least annually, to undertake a risk review exercise to inform the Trust's approach to risk management, internal scrutiny and internal financial and non-financial controls.
- To review the Trust's risk management policy, strategy, processes and procedures for the identification, assessment, evaluation, management and reporting of risks.
- To review the adequacy and robustness of the Trust's strategic risk register.
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- To keep under review the adequacy and effectiveness of the Academy Trust's governance, risk management and internal control arrangements, as well as its arrangements for securing value for money.
- To review all risk and control related disclosure statements, in particular the Trust's annual "Statement on Internal Control", together with any associated reports and opinions from management, the external auditor and Responsible Officer, prior to endorsement by the Trust Board.

Technology, Cyber & GDPR

- Receive data protection plan/reports following any incidents and / or where appropriate and recommend actions. This includes, breaches, Subject Access Requests, Freedom of Information metrics, Privacy Notice Updates, Data Protection Impact Assessments, training.
- Monitor the Trust's resilience to cyber-attacks, assess cyber risks, and approve action plans in response to any incidents.
- Monitor Academy progress on the 2030 deadline to meet the 6 core digital and technology standards.

Policies

- Receive and considering revisions to policies, which relate directly to the work of the Committee.

General

- Endeavour to identify to the Trustees matters that expose Trustees to claims for which Trustees could be held personally liable;
- Secure the attendance or advice of external, professional advisers as and when required;
- Liaise with and assist other Committees as appropriate.

Reporting

- The committee will report to the Trust Board via a written Chair's report, summarising key decisions, information and any issues. The Chair will present these points at the subsequent Board meeting ensuring effective communication and alignment between committee and Board.