

## **Abbey College, Ramsey, Operations and Compliance Committee Terms of Reference**

### **General**

The terms of reference for the Operations Committee of the Governing Body must be approved by the Full Governing Body and reviewed each year. They provide the sole, agreed framework within which the committee operates.

#### **1. Membership**

The Operations Committee shall consist of not less than five governors plus the Headteacher.

- 1.1 The membership of the Operations Committee will be agreed on an annual basis, in preparation for the coming year, at the last meeting of the Full Governing Body each academic year.
- 1.2 Only full members of the Committee, as approved by the Full Governing Body, shall have the right to vote on any resolution placed before the committee. The elected Chair of the Committee may have a second or casting vote.
- 1.3 Other members of the Full Governing Body may attend meetings of the Operations Committee and may contribute to discussions on matters under consideration.
- 1.4 The Committee may appoint such co-opted, non-voting members as agreed by the governing body. These members will serve in an advisory capacity and may include staff nominated by the Headteacher, following consultation with the Committee.

#### **2. Quorum**

- 2.1 The quorum shall be four full members of the committee. The Headteacher or his/her representative must be present.
- 2.2 The quorum must remain in place for each vote taken at a meeting, not just if the required number of governors were present at the start of the meeting.

#### **3. Chairperson**

- 3.1 The Chair of the Operations Committee is elected on an annual basis, in preparation for the coming year, at the last full meeting of the full governing body each academic year. No governor employed at the academy will act as chair to the committee. A Vice Chair is also elected at the same time to cover absence of the Chair.
- 3.2 The clerk of the committee is the Clerk or Vice Clerk to the Governors.
- 3.3 In the absence of the clerk, the committee will elect a replacement for the meeting. The Headteacher may not act in the capacity of the clerk.

#### **4. Meetings**

- 4.1 The committee will meet six times a year, or more frequently as may from time to time be required.
- 4.2 In the event of a need to make genuinely urgent decisions between meetings on matters falling within the remit of the Operations Committee, the Chair of the Committee, in consultation with the Headteacher, Chair of Governors and or Vice Chair of the Committee, will take appropriate action on behalf of the committee. The decisions taken and the reasons for urgency will be explained fully at the next meeting of the committee or Full Governing Body whichever occurs first.
- 4.3 The Committee meetings will not be open to the public but minutes shall be made available upon request. Information relating to a named person or any other matter that the committee considers confidential should not be made available for inspection.
- 4.4 In the absence of the chair or vice chair, the committee shall choose an acting chair for that meeting from among their number.
- 4.5 Any decisions taken must be determined by a majority of votes of committee members present and voting – but no vote can be taken unless a majority of those present are governors.

#### **5. Standing Orders**

- 5.1 The agenda for the meeting shall be distributed to all committee members at least seven days before the meeting.
- 5.2 Attendance at each committee meeting, issues discussed and recommendations for decisions will be minuted. Draft minutes shall be circulated to the Chair for review before being sent to all committee members as soon as possible after the meeting.
- 5.3 The minutes will be included on the agenda and in the papers of the next meeting of the Full Governing Body, or as soon as practically possible following that meeting. This is to meet statutory requirements, to provide information to the Full Governing Body and to seek ratification of decisions and recommendations. Where minutes are not available, due to the scheduling of meetings, the Chair of the Committee will be responsible for giving an oral summary of the committee's deliberations to the Full Governing Body.
- 5.4 The Committee will have due regard for confidentiality in all matters placed before it.

#### **6. Terms of Reference**

- The Full Governing Body delegates to the Operations Committee the following responsibilities:
  - 6.1 Monitor Health and Safety arrangements and reports.
  - 6.2 Ensure detailed consideration is given to the best means of fulfilling the governing body's responsibility to ensure sound management of the academy's finances and resources, including proper planning, monitoring and probity.

- 6.3 The committee will make appropriate comments and recommendations on matters relating to item 6.2 to the Full Governing Body on a regular basis.
- 6.4 Receive auditors' reports and to recommend Full Governing Body action as appropriate in response to audit findings.
- 6.5 Recommend to the Full Governing Body the appointment or reappointment of the auditors of the Academy.
- 6.6 Major issues will be referred to the Full Governing Body for ratification
- 6.7 To develop a school buildings strategy (including budgeting for repairs) and to contribute to Asset Management Planning arrangements.
- 6.8 To ensure that adequate buildings insurance is arranged.
- 6.9 To ensure that indemnity insurance is arranged and maintained.
- 6.10 Receive, discuss and respond to proposals relating to future ownership and development of the College.
- 6.11 To recommend a College Lettings Policy to the governing body and to oversee its implementation.
- 6.12 To receive, discuss and respond to regular reports on the ICT systems, and to develop a rolling strategy for the provision of ICT working with the Learner Progress and Engagement Committee to accommodate relevant issues.
- 6.13 To establish procurement and payment systems.
- 6.14 Monitor and review expenditure on a regular basis and ensure compliance with the overall financial plan for the academy, and with the financial regulations of the ESFA, drawing any matters of concern to the attention of the Full Governing Body.
- 6.15 Receive and consider monitoring reports at least three times per year from the Responsible Officer on departmental performance.
- 6.16 Recommend for adoption a pay and conditions policy for the school, consistent with statutory requirements, national and local guidance and/or agreements made between the Academy Trust, the Full Governing Body, the staff and their unions/professional associations.
- 6.17 Implement this policy in a fair and equal manner in accordance with staff contracts of employment and employment law, giving due regard to any financial implications.
- 6.18 Monitor a training strategy for teachers, support staff and governors.

- 6.19 Monitor the appointments procedure on behalf of the Full Governing Body.
- 6.20 Monitor Absence Management.
- 6.21 Monitor the Appraisal Process.
- 6.22 Monitor Disciplinary and Grievance procedures.
- 6.23 Monitor safeguarding and ensure compliance with the “keeping children safe in education” document issued by the DfE.
- 6.24 Monitor attendance trends within the school, ensuring that interventions are timely and effective.
- 6.25 Contribute to Full Governing Body and school self-review with particular reference to the Ofsted Framework
- 6.26 Review the effectiveness of the College’s communication with and involvement of, its parents and monitor the effectiveness of the College’s public relations procedures.
- 6.27 Establish and review all additional policies linked to the Operations Committee, including a charging and remissions policy. A review list is maintained by the Clerk.
- 6.28 Monitor the provision of teaching at all levels of ability and in reference to Ofsted student categories.
- 6.29 Ensure that the requirements of children with special needs are met and develop appropriate strategies to ensure that governors meet their statutory duties in respect of the “Code of Practice”.
- 6.30 Ensure a governor is nominated by the full governing body with specific responsibility to monitor SEND provision.
- 6.31 Challenge the SLT to ensure all subject departments have a departmental handbook and review the quality of the handbooks.
- 6.32 Consider issues relating to resourcing the curriculum and present detailed recommendations to the Governing Body.

## **7. Delegated Financial Powers**

The Full Governing Body delegates to the Operations Committee the following specific financial tasks:

- 7.1 Consider the academy's indicative funding, notified annually by the Education Skills and Funding Agency (ESFA) and to assess its implications for the academy, in consultation with the Headteacher, in advance of the financial year, drawing any matters of significance or concern to the attention of the Full Governing Body.

- 7.2 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 development priorities set out in the School Improvement plan.
- 7.3 Liaise with and receive reports from the Learner Progress and Engagement Committee and to make recommendations to it about the financial aspects of matters being considered by them.
- 7.4 Prepare the financial statement to form part of the annual report of the Full Governing Body for filing in accordance with Companies Act and Charity Commission requirements
- 7.5 Receive auditors' reports, to respond as appropriate and to recommend to the Full Governing Body action as appropriate in response to audit findings.
- 7.6 Consider and recommend for approval by the Full Governing Body the first formal budget plan each year. This has to be completed in keeping with ESFA regulations and time frame.
- 7.7 Incorporate the impact of the School Improvement Plan into the budgeting and planning cycle.
- 7.8 Monitor the Profit & Loss account against budget and recommend required actions.
- 7.9 Set financial limits within which the College may enter contracts in accordance with financial regulations as amended by the Responsible Officer.
- 7.10 To approve the writing off of irrevocable debts of over £250 and the disposal of surplus and damaged equipment with a value of over £1000
- 7.11 Ensure that school funding is properly audited for presentation to the Full Governing Body
- 7.12 Consider, as appropriate, and make recommendations on any other related financial matters not specifically delegated by the Full Governing Body
- 7.13 In the absence of the Salary Committee being able to be convened, the Operations committee will consider for approval special payments. Special payments are transactions that fall outside academy trusts' planned range of activities and include staff severance payments, compensation payments and ex-gratia payments. If a decision is required urgently before the next committee meeting, approval for such payments may be granted by the Chair of Governors, Vice Chair of Governors and the Chair of Operations. Such approval should be declared and minuted at the next meeting.

## **8. Delegated Strategic Tasks**

The Full Governing Body delegates to the Operations Committee the following specific strategic tasks

- 8.1 Make themselves aware of any changes to Company or Charity Law and to advise the Full Governing Body accordingly.

8.2 Contribute to governing body and school self review with particular reference to the Ofsted Framework

8.3 Prepare for the governing body, any required reports, such as the governor statement for the audit report.

**9. The Responsible Officer**

The committee will appoint a governor to act as Responsible Officer from its membership.

The Responsible Officer (RO) will provide Governors with an independent oversight of the Academy's financial affairs. The main duties of the RO are to provide the governing body with independent assurance that:

- the financial responsibilities of the governing body are being properly discharged
- resources are being managed in an efficient, economical and effective manner
- sound systems of internal financial control are being maintained
- financial considerations are fully taken into account in reaching decisions.

The Responsible Officer will arrange for an appropriately qualified firm (CEFM) to undertake a regular programme of reviews on behalf of the committee. The firm will ensure that financial transactions have been properly processed and that controls are operating as laid down by the governing body. A report of the findings from each visit will be presented to the Operations Committee.

**10. Declarations of interest(s)**

10.1 Before discussing or voting on a subject, a member of the Operations Committee must declare an interest.

10.2 If financial interest is declared it must be recorded in the register of pecuniary interests.

10.3 The Committee will operate in accordance with the College's Conflict of interest policy and the Education (School Government) Regulations. If an interest is declared the member must physically leave the meeting whilst that item is under discussion. The committee does not have the discretion to allow the governor to stay and listen to the discussion.

10.4 The requirement that the governor must withdraw from meetings on grounds of financial interest does not prevent them from discussing insurance cover for themselves against liability arising from their work as school governors.

10.5 Members of the Operations Committee who also teach at the school need not withdraw from meetings when their interest in the matter being discussed is not greater than the interest of the generality of teachers at the school. (Ref: The Education (School Government) Regulations 1989 - Part 5 Regulation 14.)

## **11. Audit Committee**

- 11.1 The Operations Committee also acts as the Audit Committee for the Academy.
- 11.2 Staff employed by the Academy may not be members and cannot participate as members when audit matters are discussed; they may remain in attendance to provide information and participate in discussions
- 11.3 The overall requirements for the Audit Committee, as specified in the Academy Trust Handbook 2023, are:-
- To oversee and approve the trust's programme of internal scrutiny
  - To ensure that risks are being addressed appropriately through internal scrutiny
  - To report to the board on the adequacy of the trust's internal control framework, including financial and non-financial controls and management of risks.
- 11.3.1 The audit committee manages this programme of risk review and checking of financial controls in the way that they deem most appropriate to their circumstances. Options include: internal audit, additional work by the external auditor, the work of a 'responsible officer' and/or work by 'peer review'.
- 11.3.2 The adequacy of arrangements will be established as part of the process leading to the accounting officer's annual statement and, where appropriate, through the self-assessment review of financial management and governance, FMGS.
- 11.4 Effectiveness of financial control
- To review the effectiveness of financial and other control systems
  - To oversee the academy's policy on fraud and irregularity
  - To ensure that all significant losses have been properly investigated and reported as appropriate, including notification to the ESFA of losses through fraud or theft in excess of £5,000
  - To ensure capture of all business and pecuniary interests of members, trustees and senior employees
  - To oversee the academy's corporate governance arrangements including the code of practice for governing body members and code of conduct for senior staff
  - To monitor the academy's arrangements to secure value for money
- 11.5 Risk management
- Oversee and approve the trust's programme of internal scrutiny
  - Ensure that risks are being addressed appropriately through internal scrutiny
  - Report to the board on the adequacy of the trust's internal control framework, including financial and non-financial controls and management of risks.
- 11.6 Audit
- To consider and advise the Full Governing Body on the assessment of overall audit needs

- To advise the Full Governing Body on the appointment and remuneration of external auditors and the scope of their work
- To guide the external auditor on the nature and scope of the audit as necessary
- To consider and advise the Full Governing Body on external audit reports and management letters
- To appoint the internal auditor (CEFM) and set the overall scope of the checks
- To review reports from the internal auditor on the effectiveness of the financial procedures and controls
- To consider and advise the Full Governing Body on the internal audit reports.

#### 11.7 Other

- To receive and review relevant reports relating to audit such as benchmarking reports.
- To prepare an annual report for submission to the Full Governing Body on the work of the committee including an opinion on the effectiveness of the internal control system and the pursuit of value for money together with an assurance on risk management.

These Terms of Reference and Standing Orders were approved by the Governing Body on 5<sup>th</sup> December 2023.