



# The Petchey Academy

## **Terms of Reference of the Audit Risk & Compliance Committee (ARC)**

Last reviewed September 2019

### **1. Overall responsibility**

There are sufficient controls and risk management strategies and practice in place. Monitoring and ensuring governance and academy compliance with the assistance of the Governance Professional.

### **2. Composition, attendees and quorum**

The ARC will consist of no fewer than three Governors (other than governors employed by the academy) appointed by the Board and not more than three non-governors with relevant expertise/experience who may be appointed by the Board. The majority of the members of the committee must be governors.

- a) No employee, including the Principal, can be a member of this committee
- b) The Board of Governors appoints the Chair and Vice Chair of ARC
- c) A quorum shall be two Committee members
- d) All decisions will be made by a majority vote and in instances of there being no majority, the Chair will have a second casting vote. No vote on any matter shall be taken at a meeting unless the majority of members of the Committee present are governors.
- e) Any Governor not being a member of the ARC may attend a meeting of the ARC and have access to the papers.
- f) The Principal, the Director of Strategy and Operations and such other members of staff as the Chair may require shall be in attendance at meetings.
- g) The ARC will meet at least each term and meetings will be held at least two weeks before the Board of Governors meeting.
- h) All papers will be circulated 7 days in advance. Papers will only be tabled on the day in exceptional circumstances.
- i) Meetings of ARC will be no longer than two hours but can be extended with formal approval of the Committee.

### **3. Authority**

The Committee is authorised by the Board

- a) to delegate to the Chair the authority to ask any person present (governor or not) to leave the room if this proves necessary in order to fulfil the remit of this Committee;
- b) to delegate to the Chair the authority between meetings to review papers and consult/inform members electronically;
- c) to investigate any activity within its terms of reference and all employees are directed to co-operate with any request made by the Committee:

- d) to obtain independent professional advice, and to secure the attendance of outsiders with relevant experience and expertise if it considers this necessary. The Committee shall comply with any decisions concerning payments to external advisors which the Board may make from time to time;
- e) to appoint ad-hoc task groups comprising members of the Committee (and others who the Committee considers appropriate) to assist it in carrying out the task.

#### 4. Main duties

##### 4.1 Financial matters

- a) to agree the expected practice, financial policies and segregation of duties as outlined in the financial regulations document and authorisations policy; ensuring this is in line with the latest guidance from the Department for Education as published in The Academies Financial Handbook;
- b) to confirm that the Principal and key budget holders have the authority to spend according to the Academy's Authorities Document and to seek approval of the Chair of this committee and the Chair of F&GP or the Chair of the Board should this need to be exceeded;
- c) to maintain and ensure there is a central register of business interests and that all governors and senior management have declared any related party interests;
- d) to review the risks to internal financial controls and plans to address any issues identified;
- e) to agree the remit and programme of works of the Internal Assurance Officer, to monitor, review and ensure all accounting and banking practices conform to regulations and good practice. The IAO will undertake two, more detailed review of an aspect of Academy governance/control, to be agreed with the Committee.
- f) to advise the Board on the appointment of the auditors of the Academy's accounts and receive regular audit reports;
- g) to discuss with the external auditor, before the audit commences, the nature and scope of the audit and to review the auditors' quality control procedures and steps taken by the auditor to respond to changes in regulatory and other requirements;
- h) to scrutinise and advise the Board on the contents of the draft audit report and to review the external auditor's 'management letter' and management's draft response, and to formulate for Board use any written representations that may be needed by the auditors in connection with the Academy's statutory accounts or any other financial statements;
- i) to discuss with the external auditors any problems or reservations arising from the draft external audit report and draft management letter, reporting relevant issues back to the Board, and advising the Board accordingly;
- j) to review and ensure that the Annual Report and Accounts for approval of the Board of Governors and submission to the Education & Skills Funding Authority (ESFA) is in accordance with the Companies Act, Charities Act, SORP requirements and ESFA guidelines, is a true reflection of Academy activity and that sound financial management policies have been enforced during the period.
- k) to oversee the process for selecting the external auditor and make appropriate recommendations through the Board to members at the annual general meeting;
- l) to review the performance of the Academy's auditors and advise the Board on any changes that ought to be made to their terms of engagement;
- ~~m) to review sensitive HR compliance decisions i.e. compromise agreements.~~

##### 4.2 Risk

- a) to ensure there are robust systems and policies for identifying, managing and reporting material and strategic risk (financial and non-financial);

- b) to ensure that senior management and the Board consider risk strategically and are aware of, and taking appropriate action with regard to major risks without becoming risk averse.

#### **4.3 Compliance**

- a) to work with the Governance Professional to identify any non-compliance with the ESFA's Academies Financial Handbook, the DfE's Governance Handbook, the academy's articles of association, Charity law and Company law.
- b) to be aware of the wider compliance requirements of our main regulators i.e. DfE and ESFA.

#### **4.4 Whistle-blowing**

- a) to review the Academy's procedures for handling allegations from whistle-blowers and to encourage a culture within the Academy whereby each individual feels that he or she has a part to play in guarding the probity of the Academy, and is able to take any concerns or worries to an appropriate member of the management team or in exceptional circumstances directly to the chair of the audit committee;
- b) to review the appropriateness of the Academy's whistle-blowing policy and follow-up actions taken by management;
- c) to review the Academy's procedures for detecting fraud including the Academy's anti-fraud policy.

#### **4.5 Health & Safety**

- a) to have oversight of all Health & Safety matters ensuring that there are robust H&S policies, procedures, reporting and legal and regulatory compliance in order that the Governors can fulfil their duties and responsibilities in this regard.

- 4.6** to have oversight of the information submitted by the academy to the Department of Education and to the Education and Skills Funding Agency that effects funding. *(Because of timings, this task will need to be delegated to the chair of ARC to deal with prior to the November meeting of ARC).*

#### **4.7 General Policies**

- a) to monitor and review all policies of the Academy that fall within its remit, as outlined in the Policy Review Schedule;

#### **4.8 General**

- a) having due regard to current Ofsted inspection cycle, to ensure that previous inspection's findings relating to the remit of this Committee have been acted upon
- b) to provide minutes of all meetings for review at meetings of the Board of Governors together with a cover sheet drawing out:
  - i. key issues about which governors need to be aware (including major risks identified by the committee);
  - ii. decisions that governors are being asked to make, albeit with recommendations from the committee; and
  - iii. decisions made by the committee under delegated authority.

to review annually ARC's effectiveness and to provide an annual report to the Board



# The Petchey Academy

## Terms of Reference of Every Child Matters Committee (ECM)

Last reviewed September 2019

### 1. Overall responsibility

From a governance perspective to ensure that the academy is in the optimum position to **'inspire and support every child'** to achieve their best, discover their talents, be safe, make a positive contribution to the Academy and the wider community, have a sense of responsibility towards fellow students, other members of the academy community and the wider community.

### 2. Composition, attendees and quorum

- a) The ECM will consist of no fewer than three Governors (other than the Principal) appointed by the Board and not more than three non-governors with relevant expertise/experience who may be appointed by the Board. The majority of the members of the committee must be governors.
- b) The Principal will be a member of this Committee.
- c) The Board of Governors appoints the Chair and Vice Chair of ECM
- d) A quorum shall be three Committee members excluding the Principal
- e) All decisions will be made by a majority vote and in instances of there being no majority, the Chair will have a second casting vote. No vote on any matter shall be taken at a meeting unless the majority of members of the Committee present are governors.
- f) Any Governor not being a member of the ECM may attend a meeting of the ECM and have access to the papers.
- g) The Vice Principals, Director of Strategy and Operations (if required) and such other members of staff as the Chair may require shall be in attendance at meetings.
- h) The ECM will meet at least each term and meetings will be held at least two weeks before the Board of Governors meeting.
- i) All papers will be circulated 7 days in advance. Papers will only be tabled on the day in exceptional circumstances and only with the approval of the Committee Chair.
- j) Meetings of ECM will be no longer than two hours but can be extended with formal approval of the committee.

### 3. Authority

The Committee is authorised by the Board

- a) to delegate to the Chair the authority between meetings to review papers and consult/inform members electronically;
- b) to investigate any activity within its terms of reference and all employees are directed to co-operate with any request made by the Committee:

- c) to obtain independent professional advice, and to secure the attendance of outsiders with relevant experience and expertise if it considers this necessary. The Committee shall comply with any decisions concerning payments to external advisors which the Board may make from time to time;
- d) to appoint ad-hoc task groups comprising members of the Committee (and others who the Committee considers appropriate) to assist it in carrying out the task.

#### 4. Main duties

##### **Main duties (on a governance level) will be to advise the Board of Governors on:**

1. Quality of teaching, learning and assessment
2. Personal development, behaviour, welfare (including safeguarding) and well-being of students.
3. Pupil outcomes
4. Effectiveness of 16 to 19 provision
5. Preparation for OFSTED inspections
6. Professional development and well-being of staff
7. Future strategic educational issues, trends and best educational practice

##### **4.1 Quality of teaching, learning and assessment**

- a) review and evaluate the quality assurance systems for monitoring learning and teaching. Have visibility of where good practice and areas for development exist within the Academy and support the development of strategies to continuously improve learning and teaching standards
- b) monitor the effectiveness of the new Petchey assessment schemes
- c) monitor how the Academy uses its assessment information to plan appropriate teaching and learning strategies, including the identification of students falling behind in their learning or who need additional support in order to enable students to make good progress and to achieve well
- d) ensure equality of opportunity and recognition of diversity are promoted through teaching and learning
- e) ensure English, mathematics, literacy, numeracy and other necessary skills to function as an economically active member of society are promoted through teaching and learning
- f) request special reports on groups of students who are disadvantaged, the most able, those with special needs and, different ethnic and gender groups
- g) monitor turnover of teaching staff and educational support staff at the Academy and how the Academy turnover compares with other similar schools in Inner London (particularly in Hackney)

##### **4.2 Personal development, behaviour, welfare (including safeguarding) and well-being of students**

- a) ensure that the Academy has effective systems to develop students spiritually, morally, socially and culturally in order to equip them to be thoughtful, active and caring citizens in the Academy and in wider society
- b) ensure the Academy's arrangements for safeguarding students are effective. In particular:
  - i. ensure that the Academy's culture promotes all aspects of students' welfare and well-being and that students are safe and feel safe at all times

- ii. ensure there are effective programmes to make students aware of the dangers of inappropriate use of mobile technology, social networking sites and have an excellent understanding of how to stay safe online
  - iii. ensure that that the Academy's open culture and policies prevents all forms of bullying, including online bullying and prejudiced-based bullying
- c) working with the Safeguarding Governor(s) and the Director of Strategy and Operations monitor robust safer recruitment practices.
- d) ensure there is high quality, impartial careers guidance to help students make informed choices to suit their academic needs and aspirations and prepare them for life beyond the Petchey Academy whether this is further education, training, employment or self-employment
- e) ensure that the Academy has effective strategies and policies to promote high standards of behaviour
- f) act as a 'critical friend' to the Principal and the Leadership Group in their efforts to make behaviour 'outstanding' at the Academy
- g) ensure that the Academy policies reflect the ethos of respect, tolerance and inclusion
- h) review the behaviour data to understand patterns, paying particular reference to the behaviour of groups and its impact on performance, and have visibility of the students who are at risk of permanent exclusion or significant underperformance, and advise the Board of Governors accordingly
- i) review attendance data and support the development of strategies to tackle patterns of low attendance
- j) ensure the Renaissance offer at the Academy supports inclusion and has a positive impact, visibly improving behaviour
- k) advise the Board of Governors on appropriate annual education targets for the Academy
- l) support the Board in identifying a suitable School Improvement Partner.

#### **4.3 Pupil outcomes**

- a) scrutinise and advise the Board of Governors on the appropriateness of the annual educational targets set for pupil outcomes ensuring that they are ambitious and challenging but achievable
- b) monitor progress towards these targets during the course of the year, making sure that students make substantial and sustained progress, and that appropriate interventions are put in place where progress is not as expected
- c) monitor the accuracy of forecasting progress and academic grades over several years
- d) scrutinise and evaluate the data from the Inspection dashboard, the FFT dashboard and other sources particularly with regard to progress 8 and attainment 8 and to disadvantaged, the most-able, low-attaining, disabled students and those with special needs, in order to evaluate how affective the Academy has been in achieving its targets, and advise the board of Governors accordingly
- e) scrutinise relevant trends over four to five years to track improvement
- f) monitor benchmarks of student outcomes both within Hackney and nationally (see 4.3 d above)
- g) ensure there are robust system for keeping in touch with and tracking former students and their achievements

#### **4.4 Effectiveness of 16 to 19 study programmes**

- a) ensure the Sixth Form offers a wide but affordable range of courses that fully meet the principles of the DfE's 16-19 study programmes, promotes high expectations and uses rigorous systems to monitor and develop the 16 to 19 provision including enrichment programmes and work experience

#### **4.5 Preparation for OFSTED Inspections**

- a) ~~monitor~~ ensure the Committee has a deep understanding of the new OFSTED Inspection Framework
- b) set up an Inspection Ready Working Group of governors and senior staff to monitor that the Academy is prepared for the next inspection.

#### **4.6. — Professional development and well-being of staff**

- a) encourage and monitor the Academy's commitment to the continuous performance development of staff
- b) monitor that there is an effective performance management policy and procedures for the Academy
- c) monitor there is a focus on staff well-being and in particular teacher workload, encouraging an honest and open system of sharing concerns, anxieties and support needed.

#### **4.7 Future educational issues, trends and best educational practice**

- a) keep governors aware of strategic educational governance issues and their implications for the Academy
- b) encourage and ensure that the Academy actively learns from approaches and interventions used by other schools for which there is evidence of success

#### **4.8 Policies**

- a) to monitor and review all policies of the Academy that fall within its remit, as outlined in the Policy Review Schedule;

#### **4.9 General**

- a) having due regard to current Ofsted inspection cycle, to ensure that previous inspection's findings relating to the remit of this Committee have been acted upon
- b) to consider routinely, as part of the Committee's deliberations, identification and management of risk in all areas within the remit of this Committee and advise the Board of Governors and the Audit & Risk Committee accordingly;
- c) to help the Board of Governors to challenge the Academy, understand its strengths and weaknesses, the areas for development, the barriers to learning and improvement, evaluate the effectiveness of the educational part of the Business plan, know the procedures and processes in place to safeguard students;
- d) to provide minutes of all meetings for review at meetings of the Board of Governors together with a cover sheet drawing out:
  - iv. key issues about which governors need to be aware (including major risks identified by the Committee);
  - v. decisions that governors are being asked to make, albeit with recommendations from the Committee; and
  - vi. decisions made by the Committee under delegated authority.

to review annually ECM's effectiveness and to provide an annual report to the Board



# The Petchey Academy

## Terms of Reference of Finance & General Purposes Committee (F&GP)

Last reviewed September 2019

### 1. Overall responsibility

From a governance perspective to take delegated responsibility on behalf of the Board of Governors for scrutinising and overseeing all financial, buildings and personnel aspects of the Academy and report back to the Board of Governors accordingly.

### 2. Composition, attendees and quorum

- a) F&GP will consist of no fewer than three Governors (other than the Principal) appointed by the Board and not more than three non-governors with relevant expertise/experience who may be appointed by the Board. The majority of the members of the committee must be governors.
- b) The Principal will be a member of this Committee.
- c) The Board of Governors appoints the Chair and Vice Chair of F&GP.
- d) A quorum shall be two Committee members excluding the Principal
- e) All decisions will be made by a majority vote and in instances of there being no majority, the Chair will have a second casting vote. No vote on any matter shall be taken at a meeting unless the majority of members of the committee present are governors.
- f) Any Governor not being a member of the F&GP may attend a meeting of the F&GP and have access to the papers.
- g) The Finance Director, Director of Strategy and Operations and such other members of staff as the Chair may require shall be in attendance at meetings.
- h) The F&GP will meet at least each term and meetings will be held at least two weeks before the Board of Governors meeting.
- i) All papers will be circulated 7 days in advance. Papers will only be tabled on the day in exceptional circumstances.
- j) Meetings of F&GP will be no longer than two hours but can be extended with formal approval of the committee.

### 3. Authority

The Committee is authorised by the Board

- a) to delegate to the Chair the authority between meetings to review papers and consult/inform members electronically;
- b) to investigate any activity within its terms of reference and all employees are directed to co-operate with any request made by the Committee;
- c) to obtain independent professional advice, and to secure the attendance of outsiders with relevant experience and expertise if it considers this necessary. The Committee

- shall comply with any decisions concerning payments to external advisors which the Board may make from time to time;
- d) to appoint ad-hoc task groups comprising members of the Committee (and others who the Committee considers appropriate) to assist it in carrying out the task.

## 4. Main duties

### 4.1. Financial

- a) to regularly review and advise the Board of Governors on the appropriate regulatory framework within which the Academy must function, including ensuring robust financial controls;
- b) to advise the Board of Governors on the financial implications and operational risks arising from Board decisions – especially the Board’s strategic and policy decisions;
- c) to review longer-term forecasts of capital resources and of income and expenditure, and to review and monitor financial trends within the charity and the education sector;
- d) to formulate for the Board to approve and agree, and regularly to review and monitor, a financial strategy and a reserves policy that will help to achieve the Academy’s objectives, as set out in the Board’s current strategic plan and business plan;
- e) to advise on, scrutinise and evaluate a draft annual budget for the approval of the Board, ensuring that it is compatible with, and supports, the Academy’s objects and the strategic, business and annual plans;
- f) to work with the Finance Director, Director of Strategy and Communications and the Principal to ensure that financial information is both accurate and presented in such a way that it facilitates good governance;
- g) to consider regularly the Academy’s management accounts and monitor performance against the approved budget;
- h) to consider recommendations from the Pay & Performance Review Committee on any significant changes to pay scales and their impact on future expenditure and the business model, and to make recommendations to the Board;
- i) to consider recommendations from the Audit Risk & Compliance Committee in regards to improved financial management practices and changes to Education & Skills Funding Authority, The Department of Education and SORP Charity reporting requirements;

### 4.2 Buildings

- a) to ensure there is an estates strategy and a rolling plan for the up-keep, repair and refurbishment of Academy buildings and grounds and that this strategy is reviewed as part of the governor annual work plan;
- b) to ensure the Academy achieves best value with regard to contracts for services;
- c) to ensure that the academy maximises its opportunities to generate revenue from letting of its facilities, whilst always considering that the buildings primary purpose continues to be for the use and education of the children and the local community.

### 4.3 Human Resources

- a) to ensure the academy has the right policies in order to attract and retain able staff;
- b) to monitor the overall staffing provision and the management structure of the academy benchmarking this against other schools and monitoring trends both internally and externally;
- c) to consider key findings from regular staff surveys;
- d) to review sensitive HR compliance decisions i.e. compromise agreements.

- e) to review the Academy's relationship with the unions and other professional associations.
- e)f) to review over-arching terms and conditions of staff

#### **4.4 Policies**

- d)g) to monitor and review all policies of the academy that fall within its remit, as outlined in the Policy Review Schedule;

#### **4.5 General**

- a) having due regard to current Ofsted inspection cycle, to ensure that previous inspection's findings relating to the remit of this Committee have been acted upon
  - b) to consider routinely, as part of the Committee's deliberations, identification and management of risk in all areas within the remit of this committee and advise the Board of Governors and the Audit & Risk Committee accordingly;
  - c) to provide minutes of all meetings for review at meetings of the Board of Governors together with a cover sheet drawing out:
    - i. key issues about which governors need to be aware (including major risks identified by the committee);
    - ii. decisions that governors are being asked to make, albeit with recommendations from the committee; and
    - iii. decisions made by the committee under delegated authority.
- to review annually F&GP's effectiveness and to provide an annual report to the Board



# The Petchey Academy

## **Terms of reference of Pay & Performance Review Committee (PPRC)**

Last reviewed September 2019

The Pay and Performance Review Committee is a sub-committee of The Finance & General Purposes Committee.

### **1. Overall responsibility**

To review and agree pay and performance matters for all employees.

### **2. Composition, attendees, and quorum**

- a) The Pay and Performance Review Committee will normally consist of the Chair of the Governing Board, the Chair of the Finance and General Purpose Committee, the Chair of the Every Child Matters Committee and up to three other governors appointed by the Board of Governors.
- b) The Chair of the Pay and Performance Review Committee will be appointed by the Board of Governors and is usually but not always the Chair of the Finance & General Purposes Committee.
- c) The Pay and Performance Review Committee is a closed committee.
- d) A quorum shall be two.
- e) All decisions will be made by a majority vote.
- f) The Principal and the Finance Director, Director of Strategy and Communications will be in attendance;
- g) The Pay and Performance Review Committee will meet at least two times each academic year (usually in September and November).
- h) All papers will be circulated 7 days in advance. Papers will only be tabled on the day in exceptional circumstances.
- i) Meetings of the Pay and Performance Review Committee will be no longer than two hours but can be extended with formal approval of the committee.

### **3. Authority**

The Committee is authorised by the Board

- a) to agree all pay and performance matters within the academy's agreed budget;
- b) to make recommendations to F&GP and hence to the Board of Governors for further adjustments to remuneration levels outside budget;
- c) to delegate to the Chair the authority between meetings to review papers and consult/inform members electronically;

- d) to investigate any activity within its terms of reference and all employees are directed to co-operate with any request made by the Committee:
- e) to obtain independent professional advice, and to secure the attendance of outsiders with relevant experience and expertise if it considers this necessary. The Committee shall comply with any decisions concerning payments to external advisors which the Board may make from time to time.

#### **4. Main duties**

- a) to advise the Finance & General Purposes Committee and thereby the Board of Governors on all aspects of the recruitment and retention of able teachers and leaders, and remuneration and reward packages
- b) to advise the Finance & General Purposes Committee and thereby the Board of Governors on all aspects of the recruitment and retention of able staff, remuneration and reward packages
- c) to review, and benchmark against other schools, the overall academy pay scales (including pay bands) and remuneration packages for different groups of staff;
- d) to consider the appropriateness of the number of staff at each level of the pay scales bearing in mind practice elsewhere;
- e) to ensure there are proper and effective performance management policies and procedures;
- f) to approve (or not approve) recommendations for premium payments, performance related pay and other salary adjustments;

##### **4.1 General**

- a) having due regard to current Ofsted inspection cycle, to ensure that previous inspection's findings relating to the remit of this Committee have been acted upon
- b) to consider routinely, as part of the Committee's deliberations, identification and management of risk in all areas within the remit of this Committee and advise the Board of Governors and the Audit & Risk Committee accordingly;
- c) to monitor and review all policies of the academy that fall within its remit, as outlined in the Policy Review Schedule;
- d) to ensure minutes of these meetings are written so that individuals are not named and that details of individual's salaries and performance remain confidential;
- e) to provide F&GP with a summary statement of the meeting;
- f) to review annually PPRC's effectiveness and to consider what changes, if any, are needed to PPRC's terms of reference.