

Resources Committee Terms of Reference

1 Constitution

- 1.1 The Board of Directors (the **Directors**) of Thomas Deacon Education Trust (the **Trust Board**) hereby resolves to establish a committee of the Trust Board to be known as the Resources Committee (the **Committee**).

2 Membership

- 2.1 The Committee shall have a minimum of three members and a maximum of five members. Co-opted members are permitted but a majority of Committee members must be Directors of the Trust Board.
- 2.2 Subject to paragraph 2.4, the Committee 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.
- 2.3 No person may act as Chair under paragraph 2.3 unless they are also a member of the Trust Board.
- 2.4 The Director of Resources shall ensure that a clerk is provided to take minutes at meetings of the Committee.
- 2.5 The Committee may invite attendance at meetings from persons who are not Directors or Committee members to assist or advise on a particular matter or range of issues. Such persons may speak with the permission of the Chair but shall not be entitled to vote.

3 Remit and responsibilities of the Committee

- 3.1 The Committee's main responsibility is to oversee the TDET Business Services function and offer scrutiny and assurance that TDET Business Services:
 - Are complying with all appropriate legislation.
 - Are effectively supporting the delivery of organisational objectives.
 - Provide sound management of the Trust's finances and resources, including proper planning, monitoring, probity and value for money.

- 3.2 Business Services consists of all support services to TDET including Finance; Human Resources and Organisation Development; Facilities and Estates Management; ICT; Catering Services; Health and Safety.
- 3.3 The Committee will also oversee development in the commercial activity that is currently managed through TDA Development Ltd.
- 3.4 The Committee will fulfil its responsibilities as set out in these Terms of Reference in line with the Academies Financial Handbook, the Trust's Financial Regulations and in compliance with the Funding Agreement with the Secretary of State of Education.
- 3.5 Advise the Trust Board and Accounting Officer on the adequacy and effectiveness of the Trust's governance, risk management, internal control and value for money systems and frameworks.
- 3.6 Detailed areas of responsibility are set out in Schedule 1.

4 Proceedings of Committee meetings

- 4.1 The Committee will meet as often as is necessary to fulfil its responsibilities but at least three times a year.
- 4.2 Any two Committee members can request that the Chair convene a meeting by giving no less than 14 days' prior notice.
- 4.3 The quorum for the transaction of the business of the Committee shall be at least 3 of the 4 Committee members and no vote on any matter shall be taken at a meeting of the Committee unless the majority of members of the Committee present are Directors of the Trust. Attendance can be via telephone, video conference or other suitable means.
- 4.4 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.
- 4.5 Each member present in person shall be entitled to one vote.
- 4.6 Where there is an equal division of votes, the Chair shall have a casting vote.
- 4.7 A register of attendance shall be kept for each Committee meeting and published annually.

5 Authority

- 5.1 The Committee is authorised by the Trust Board to:
- carry on any activity authorised by these terms of reference.
 - 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.

6 Reporting Procedures

- 6.1 Within 7 days of each meeting the Committee will:
- 6.1.1 produce and agree minutes of its meetings.

6.1.2 provide a summary document (the **Committee Report**) identifying:

- decisions made
- recommendations to the Trust Board
- any items for the information of the Trust Board
- items for further discussion by the Trust Board

6.2 The Committee Report can be agreed by Committee members by email.

6.3 The Committee Report will be sent to the Trust Board within 21 days following each Committee meeting.

6.4 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 1

Responsibilities of the Resources Committee

1 Funding

- 1.1 To consider each of the Academies indicative funding, notified annually by the Department for Education (DfE) and to assess its implications for the relevant Academy. This will be in consultation with the Principal of each Academy, in advance of the financial year, drawing any matters of significance or concern to the attention of the Trust Board.
- 1.2 To consider and recommend to the Trust Board acceptance or non-acceptance of the Academies budgets each financial year.

2 Budgeting

- 2.1 To contribute to the formulation of the academies' strategic plans, through the consideration of financial priorities and proposals, in consultation with the relevant Principal and with the stated and agreed aims and objectives of the relevant Academy.
- 2.2 To receive and make recommendations on the broad budget headings and areas of expenditure to be adopted each year. This will include the level and use of any contingency fund or balances, ensuring the compatibility of all such proposals with the development priorities set out in each of the Academies' strategic plans.
- 2.3 To delegate the day-to-day management of the approved budget to the Director of Resources and the relevant Principal, within limits determined in the approved Scheme of Delegation.
- 2.4 To consider requests for supplementary expenditure and make appropriate recommendations to the Trust Board.
- 2.5 To review financial policy including consideration of long-term planning and resourcing in accordance with each of the academies' development plans.
- 2.6 To recommend a budget for approval through the Trust Board, including capital expenditure and key projects.

3 Financial Management and Policies

- 3.1 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
 - capital expenditure and key projects.
- 3.2 To prepare the financial statement to form part of the annual report of the Trust Board to stakeholders and for filing in accordance with requirements of the Companies Act, Charity Commission and Funding Agreement (including the Academies Financial Handbook).
 - 3.3 To review the Trust's policies and procedures for handling allegations of fraud, bribery and corruption.
 - 3.4 To receive reports on the outcome of investigations of suspected or alleged impropriety.
 - 3.5 To review the adequacy of policies for ensuring compliance with relevant regulatory, legal and code of conduct requirements.
 - 3.6 To ensure that any significant losses are investigated and reported to the DfE where required.
 - 3.7 To review the Trust's risk management policy, strategy, processes and procedures for the identification, assessment, evaluation, management and reporting of risks.
 - 3.8 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.
 - 3.9 To review any recommendations made by the Secretary of State for Education for improving the financial management of the Academies.

4 Financial Procedures

- 4.1 To monitor and review procedures for ensuring the effective implementation and operation of financial procedures, on a regular basis, including, but not exclusively, banking arrangements; cash flow; internal financial control and where appropriate make recommendations for improvement.

5 Audit

- 5.1 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.
- 5.2 To recommend to the Trust Board the appointment/re-appointment of the external auditor.

- 5.3 To review the external auditor's annual planning document and approve the planned audit approach.
- 5.4 To receive reports (assignment reports, annual reports, management letters etc) from the external auditor and other bodies, for example the ESFA, and consider any issues raised, the associated management response and action plans. Where deemed appropriate, reports should be referred to the Trust Board or other committee for information or action.
- 5.5 Regularly monitor outstanding audit recommendations from whatever source and ensure any delays to agreed implementation dates are reasonable.
- 5.6 Consider any additional services delivered by the external auditor, internal auditor or other assurance provider and ensure appropriate independence is maintained.
- 5.7 Ensure appropriate cooperation and coordination of the work of the external auditor and internal auditor.
- 5.8 Meet with the external auditor and internal auditor or other assurance provider, without management present, at least annually.

6 Human Resources (HR)

- 6.1 The Committee is responsible for decisions and recommendations to the Trust Board on policy and the use of resources. Its aim is to ensure that proposed policy changes reflect organisational plans and comply fully with employment law. The main areas include:
 - Workforce planning.
 - Recruitment, retention, and talent managements.
 - Learning and development.
 - Pay, pensions and rewards, with specific scrutiny on Executive Pay as required through the Academies Financial Handbook.
 - Industrial relations, employment law compliance, conduct and discipline.
 - Shaping staff policy.
- 6.2 To review the HR Strategy.

7 Health and Safety

- 7.1 To review the Health and Safety Policy and receive monitoring information that demonstrates TDET is an organisation that is safe for all staff, students and visitors.
- 7.2 To receive monitoring reports on the activity of the TDET Health and Safety Committee.

8 ICT

- 8.1 Consider and approve the TDET IT Strategy.
- 8.2 Agree and prioritise the allocation of resources to ensure delivery of the IT Strategy, including the management of 'supply and demand'.
- 8.3 Manage and oversee a rolling five-year investment programme.

- 8.4 Consider Business Cases for all IT enabled investment decisions with a five-year cost greater than £250,000 and those deemed of strategic importance.
- 8.5 When agreed, monitor delivery of all IT-enabled projects with a five-year cost greater than £250,000 and those deemed of strategic importance.
- 8.6 Ensure value for money in the provision of IT services.

9 Facilities and Estates

9.1 Strategic Direction

- 9.1.1 To develop and oversee the TDET Estates strategy, and modify this periodically, taking account of the overall strategic direction of the Trust.
- 9.1.2 To monitor progress on targets and goals set out in the Estates Strategy and the implementation of capital development plans.
- 9.1.3 To assist the development and delivery of the Estates Strategy, ensuring broad compliance with university strategic commitments and statutory duties to manage and reduce carbon emissions and broader sustainability commitments.
- 9.1.4 To consider and endorse or reject estates business plans and make recommendations of their priority.

9.2 Financial

- 9.2.1 To endorse acquisitions, disposals and leases of land and property in accordance with the levels set out in the approved Scheme of Delegation.
- 9.2.2 To endorse the award of and acquisition of all goods, services and works on approved estates-related business plans and formal acceptance of contracts in accordance with the levels set out in the approved Scheme of Delegation.
- 9.2.3 To endorse an annual capital estates programme for consideration by the Trust's as part of the budget setting process.

9.3 Policy and Advice

- 9.3.1 To endorse estates policies where required.
- 9.3.2 To consider estates management implications associated with changing legislation, local government planning and governance requirements.
- 9.3.3 To consider and advise on significant matters related to the size of and deployment of Estates recurrent budget and operational matters for which the Director of Resources wishes advice or support.

10 Responsible Officer

- 10.1 To review the programme of work carried out by, or on behalf of, the Responsible Officer and ensure that the Responsible Officer function is adequately resourced and has appropriate standing within the Trust.
- 10.2 To review the reports and recommendations of the Responsible Officer, together with the appropriateness of management's response.

- 10.3 To monitor the implementation of action agreed by management in response to reports from the external auditor and Responsible Officer.

11 General

- 11.1 To review or investigate any other matters referred to the Committee by the Trust Board.
- 11.2 To draw any significant recommendations and matters of concern to the attention of the Trust Board.