Terms of Reference MTCAT Board September 2024

Mother Teresa Catholic Academy Trust

Date approved by Directors	**30.01.24**
Review Date	**1st September 2025**
Body Responsible for Review	**Full Board**

Document Control	
V1.0	30.01.24

MTCAT VISION

VISION

"STRENGTH IN UNITY" - The power of a couple or team pulling together, working for the same goal, striving to reach a common destination, is far greater than the sum of its parts.

OUR VISION is to create a nurturing and enriching educational community where the light of Christ shines brightly, guiding the journey of our children aged 2-19. In unity, we will provide an exceptional Catholic education that empowers children to achieve their highest potential, guided by the light and truth of Christ. Together, we build a future filled with hope, love, and the promise of a brighter tomorrow.

Full Board Meetings (FBM) (6 Full Board Meeting Annually)

MEMBERSHIP: 6 Foundation Directors

QUORUM: 3 Foundation Directors

The role of the Board meetings is to monitor and evaluate the provision of all things relating to schools at a strategic level this includes Trust and individual school finance, audit and risk.

Terms of Reference: (Part A)

The Board of Directors will have the following Committees:

FULL BOARD MEETINGS (FBM)

1. General Purpose, Education and Finance (5 Meetings Annually)

The day to day management and financial management of the Trust is the responsibility of the CFO and the CEO. CFO and CEO have delegated responsibility up to an agreed limit and this will be reviewed annually. With effect from 2024/25 this will be £40,000 for any single transaction and £100,000 for inter account transfers. Any amount over this must be authorised by the chair of the MTCAT Board.

2. Annual Full Audit & Risk Committee (1 Meeting Annually)

The Board of Directors will have the following Sub - Committee:

SUB COMMITTEE MEETINGS

Performance and Renumeration Sub Committee (1 Meeting Annually)

Audit & Risk Committee (2 within GP, E & F)

Terms of Reference: (Part B)

1. General Purpose, Education and Finance (FBM)

MEMBERSHIP: 6 Foundation Governors

QUORUM: 3 Foundation Governors

MEETINGS: 5 Meetings Annually

Terms of Reference

- To set the strategic direction for the Trust
- To ensure safeguarding is secure across the Trust and that this meets statutory requirements
- To ensure Health & Safety is fully implemented across the Trust and that this meets statutory requirements
- To ensure Trust policies and Academy school policies are in place across the Trust and that they meet statutory requirements.
- To ensure the core offer is suitably financed so that the Trust can undertake all required activities
- To observe the highest standards of impartiality, integrity and objectivity in relation to the governance of the Trust;
- To be accountable to its stakeholders and regulatory bodies for its activities;
- To act in accordance with the Trust's Governance Principles and Scheme of Delegation, respect the important, confidential and sensitive nature of its work.
- To maintain oversight of the Trust's financial systems. Oversight will ensure that information submitted to DfE and ESFA that affects funding is accurate and in compliance with the funding agreement.

Education – The Board will

- To monitor educational standards across the Trust and within individual academy schools
- To benchmark Educational standards across the Trust and within individual academy schools
- To ensure the highest standards of RE are provided across the Trust and in individual academy schools

Finance - The Board will:

- To ensure that there is a secure annual process for financial planning that reflects areas highlighted in the Trusts and individual academy schools' improvement plans.
- To undertake monthly financial reviews for the Trust and individual academy schools.
- To scrutinise annual budget proposals and present a draft Trust budget to the Local Governing Bodies at the beginning of the financial year.
- To consider monthly expenditure as a proportion of overall annual expenditure, undertaking tight financial control delegated to the Headteacher, Head of School or Executive Principal.
- To report significant levels of expenditure to the Local Governing Bodies,
- To consider proposed significant alterations to the school budget and report these to the Local Governing Body
- To ensure that all accounts held by the Trust and individual academy schools are audited annually.
- To evaluate spending decisions on value for money regarding expenditure related to areas for improvement identified in the schools' improvement plans in line with Trusts' procurement policy.
- To look annually at financial benchmarking data to consider any issues that may arise.

The Chief Executive Officer /Headteacher / Head of school has the delegated authority to make day to day decisions on budget variations within defined limits.

2. Audit & Risk Committee

MEMBERSHIP: 3 Foundation Governors

QUORUM: 2 Foundation Governors

MEETINGS: Annually

Terms of Reference

- To advise the Trust Board on the adequacy and effectiveness of the Academy's systems of internal control and its arrangements for risk management, control and governance processes, and securing economy, efficiency and effectiveness (value for money) These carried out with the ethical principles adopted by the academy.
- To agree the extent of the Internal Audit Plan with the specific reference to the seeking of assurance with regard to the level of development and improvement since the previous visit
- To advise the Trust Board on the appointment, re-appointment, dismissal and remuneration

of the External Auditor and the Internal Audit Services (IAS)

- Review the Trusts internal and external financial statements and reports to ensure that they reflect best practice;
- Discuss with the internal auditor the nature and scope of each forthcoming audit and to ensure that the external auditor has the fullest co-operation of staff;
- Receive all relevant reports, including reports on the Trust Board's accounts, achievement of value for money and managements response to any external audit management letters;
- To advise the Trust Board on Internal Audit assignment reports and to monitor, within an agreed time scale, the implementations of the agreed recommendations arising from those reports
- To monitor the proper management of the Trust's Risk Assessment process including the quality of education, health and safety and the DBS/Safeguarding process.
- To advise the Trust Board on LGB delegation.
- Consider and advise the Trust Board on the audit strategy and annual and long-term audit programme;
- Review the operation of the Trust's code of practice for members of the Trust Board and Local Governing Bodies and the code of conduct for staff;

- To review the operation of the Trust's Whistle Blowing Policy and policy on Gifts and Hospitality offered and received.

- To ensure that all allegations of fraud and irregularity are investigated appropriately.

- To consider any other matters where requested to do so by the Trust Board and report at least once a year to the Trust Board on the discharge of the above duties.

3. Performance and Renumeration Sub Committee

MEMBERSHIP: 2 Foundation Governors

QUORUM: 2 Foundation Governors

MEETINGS: Annually

Terms of Reference

- To have delegated responsibility for determining the policy for Executives' remuneration in accordance with the Trusts policy.

- To review the remuneration policies and practices to support strategy and promote long term sustainable success, with executive remuneration aligned to the Trusts purpose and values, clearly linked financial probity and pupil outcomes.
- To ensure the process follows the adopted policy
- To make sure the policy and process follows the Financial Handbook's recommendations.
- To make sure the Nolan principles are adhered to

Align executive performance with the strategic aims of MTCAT

- Be based on clear expectations developed and agreed in advance with the CEO
- Have a clear, transparent and agreed link between performance outcomes and remuneration
- The CEO to set developmental plans and provide specific direction as necessary from the outcomes of the evaluation process
- Be conducted in a manner conducive to ongoing good governance
- Comply with relevant standards for accountability and communication of the results for the Trust

The Chair of the Board

The Chair and Vice Chair will be elected for a three-year period.
The Chair is responsible to complete the performance management reviews annually for the Chief Executive Officer
The Chair will spot check the bank statements on a termly basis.

Central Board Policies

Complaints Policy (Child)
Complaints Policy (Parent)
Freedom of Information Policy
Anti-Fraud & Corruption Policy
Fair Processing Policy
Performance Management Policy
Exclusions Policy
Discretions Policy
Trust H& S Policy
Staff Sickness and Absence

Menopause Policy

Governor Allowance

Leave of Absence Policy

Induction Policy ECT / ITT

Pay Policy

Reserves Policy

Executive Pay Policy

Whistle Blowing Policy

Board Meetings and Agendas

Autumn Term (1) – General Purposes, Education & Finance

Introduction and Welcome

Election of Chair and Vice Chair (if applicable)

Opening Prayer

Declaration of Pecuniary Interests

Apologies

Minutes of last meeting

Matters Arising

General Purposes & Education

Director Code of Conduct

Safeguarding

H&S

MTCAT Development Plan

CEO Report

School Updates

Governance Professional

Finance

Management Accounts / SOFA & Balance sheets

Financial Statements/ Management letter External Auditor Review- Review and Approval

Autumn Term (2) – Audit and Risk

Introduction and Welcome

Opening Prayer

Declaration of Pecuniary Interests

Apologies

Minutes of last meeting

Matters Arising

Review Previous Years Audit & Management Letter

Review Internal Audit & recommend for new financial year audit

Policy Review Whistle blowing, Gifts and Hospitality

Trust Risk Assessment & Risk Register

Health & Safety Risks

Renumeration

Spring Term (1) – General Purposes, Education & Finance

Introduction and Welcome

Opening Prayer

Declaration of Pecuniary Interests

Apologies

Minutes of last meeting

Matters Arising

General Purposes & Education

MTCAT Development Plan Update

CEO Report

Benchmarking

Safeguarding

H & S

Audit & Risk

Finance

Budget Review

Management Accounts / SOFA & Balance sheets

Spring Term (2) – General Purposes, Education & Finance

Introduction and Welcome

Opening Prayer

Declaration of Pecuniary Interests

Apologies

Minutes of last meeting

Matters Arising

General Purposes & Education

CEO Report

Health & Safety Update

Safeguarding

Finance

Management Accounts / SOFA & Balance sheets

Summer Term (1) – General Purposes, Education & Finance

Introduction and Welcome

Opening Prayer

Declaration of Pecuniary Interests

Apologies

Minutes of last meeting

Matters Arising

General Purposes & Education

EP Report

MTCAT Development Plan Update

Safeguarding

H&S

Finance

Management Accounts / SOFA & Balance sheets

Audit and Risk Committee Report

Financial Benchmarking

Summer Term (2) – General Purposes, Education & Finance

Introduction and Welcome

Opening Prayer

Declaration of Pecuniary Interests

Apologies

Minutes of last meeting

Matters Arising

General Purposes & Education

EP Report

MTCAT Development Plan Update

Safeguarding

H&S

Audit & Risk

Finance

Management Accounts / SOFA & Balance sheets

Sub Committee Agenda

Autumn Term (2) – Performance and Renumeration Committee

Introduction and Welcome

Opening Prayer

Declaration of Pecuniary Interests

Apologies

Minutes of last meeting

Matters Arising

Executive Pay

Autumn Term (2) - Audit & Risk Committee

Introduction and Welcome

Opening Prayer

Declaration of Pecuniary Interests

Apologies

Minutes of last meeting

Matters Arising

Full Audit

Internal External Audit

Risk Register

Risk Management

Meeting Schedule 2024/25

Meeting	Full Board Meeting	Sub Committee
Autumn 1	Board	
Autumn 2	Board	Performance & Numeration Audit & Risk
Spring 1	Board	
Spring 2	Board	
Summer 1	Board	
Summer 2	Board	

Appendix 1

The Seven Principles of Public Life set out by the Committee on Standards in Public Life ("the Nolan Principles")

1. Selflessness Holders of public office should act solely in terms of the public interest.

2. Integrity Holders of public office must avoid placing themselves under any obligation to people or organisations that might try inappropriately to influence them in their work. They should not act or take decisions in order to gain financial or other material benefits for themselves, their family, or their friends. They must declare and resolve any interests and relationships.

3. Objectivity Holders of public office must act and take decisions impartially, fairly and on merit, using the best evidence and without discrimination or bias.

4. Accountability Holders of public office are accountable to the public for their decisions and actions and must submit themselves to the scrutiny necessary to ensure this.

5. Openness Holders of public office should act and take decisions in an open and transparent manner. Information should not be withheld from the public unless there are clear and lawful reasons for so doing.

6. Honesty Holders of public office should be truthful.

7. Leadership Holders of public office should exhibit these principles in their own behaviour. They should actively promote and robustly support the principles and be willing to challenge poor behaviour wherever it occurs.