



Age & Opportunity

Terms of Reference of the Finance, Governance, HR, Quality, Safety and Nominations Committee

Reviewed by FGHRQS&N Committee on 12th July 2021 and approved by the Board on 26th July 2021

Membership

The Committee will comprise at least three non-executive Trustees and will not include any employees as a member. The quorum is two.

Membership of the Finance, Governance, HR, Quality, Safety and Nominations Committee shall be reviewed every two years by a sub-committee of the Board and any proposed changes recommended to the Board at that time.

The Finance, Governance, HR, Quality, Safety and Nominations Committee should appoint a Chairperson.

The CEO will act as secretary to the Committee. The Chair of the Board may be a member of the Finance, Governance, HR, Quality, Safety and Nominations Committee but cannot chair the Committee. The Committee Chairman shall be appointed for 2 years, which will be reviewed at the time the membership of the Committee is reviewed by the appointed sub-committee.

At least one member should have served on the Board for the past two years. At least one member should have relevant and recent financial experience, while another member should ideally have HR experience.

The Chief Executive shall normally be in attendance at meetings. The Financial Controller shall normally be in attendance for the relevant part of meetings. Other Board members shall also have the right of attendance.

Accountability and Reporting Arrangements

The Finance, Governance, HR, Quality, Safety and Nominations Committee reports to the Board. The minutes of the Committee shall be tabled to a subsequent meeting of the Board.

Frequency of Meetings

The Committee will normally meet at least four times a year.

Responsibilities

- The Board is ultimately responsible for all matters relating to the management accounts, governance and HR, as well as for ensuring that the principles of good governance and best practice are followed by each Trustee.
- The primary responsibility of the Committee is to assist the Board in fulfilling its responsibilities for ensuring proper accounting and corporate governance procedures in the charity.
- The Committee carries out its responsibilities mainly through regular contact with management and with appropriate officers.
- The Committee may make decisions on financial and other matters where the power to do so has been specifically delegated to it by the Board. In doing so, it may request the opinion of the Audit and Risk Committee.
- The Committee may investigate any matter falling within its terms of reference, calling on whatever resources (including outside professional advice) and information necessary to do so.

Functions

1) Financial

- Ensure the charity keeps proper books and records and review the accuracy, layout and presentation of the management accounts.
- Review the SLAs (Service Level Agreements) / funding agreements from the different funders and ensure all conditions are being met.
- Consider and make recommendations to the Board on the annual Business Plan and Budget of the charity.
- Review investment policies and make proposals to the Board.

2) Governance

- Ensure the charity has signed up to and is implementing all aspects of the Charities Regulator's Governance Code and the Governance Code for Sport. .
- Ensure the Code of Corporate Governance and Code of Conduct for Trustees is being adhered to.
- Develop the training plan for the Board, in conjunction with the Board.

3) Human Resources

- Oversee strategic HR issues such as staffing levels, remuneration and related areas such as pensions, working conditions, industrial relations, employment law compliance and organisational policies and procedures.

4) Quality and Safety

The Committee will review all matters relating to Quality and Safety, as per the requirements of the HSE SLA.

5) Nominations to the Board

The Committee shall

- Review at least annually the structure, size, composition and successional needs of the Board and make recommendations on same, with due regard for board diversity including gender;
- Prepare a written description of the role and competencies required for Board appointments;
- Satisfy itself with regard to succession planning, that processes and plans are in place with regard to Board appointments that take into account the challenges and opportunities facing the charity;
- Engage with Board members regarding their suggestions for potential suitable candidates for the Board;
- Arrange for the Chairperson to meet with potential candidates as approved by the Board, and assess suitability and interest;
- Review a candidate's other commitments and ensure that on appointment, a candidate has sufficient time to undertake the role;
- Ensure that the Chairperson has formally written to any appointed Trustee proposing an induction plan, produced in conjunction with the Chairperson and the CEO;
- Review the results of the annual Board evaluation process as it relates to the Board and Committee performance and composition;
- Make recommendations to the Board concerning membership of the Board and Board Committees in consultation with the Chairman of the Committees.

6) Other

- On an annual basis the Committee will review the effectiveness of its operations and report to the Board on its findings and recommendations;
- The Committee will review these terms of reference annually, and make recommendations on updating or amending them to the Board as appropriate