

NET Academies Trust

HR & Pay Committee Terms of Reference (V1.0)

1. Powers of the Trust Board of Directors

- 1.1. The Directors of the Trust Board shall establish the HR & Pay Committee as a Trust committee as empowered by the Trust's Articles of Association (Article 100B).
- 1.2. The Directors shall determine and approve the Committee's Terms of Reference and shall review the Terms at the start of each academic year (Article 101).
- 1.3. The Directors shall determine and approve the delegation of powers, responsibilities and duties to the Committee and shall review this Scheme of Delegation at the start of each academic year (Article 105).
- 1.4. The Directors shall have the right to intervene in the governance of an individual academy where it has serious cause for concern that there is a breakdown in the management of staff or a threat to their safety and well-being.
- 1.5. The Trust Scheme of Delegation is attached as [Annex 1](#).

2. Powers of the HR Committee

- 2.1. The Committee shall exercise the powers, responsibilities and duties delegated by the Trust Board as set out in the Terms of Reference and Scheme of Delegation, and in particular:
 - 2.1.1. to guide and support the Trust Board in fulfilling its legal and regulatory responsibilities for the employment of staff in ways that are appropriate to the Trust's vision, ethos and values;
 - 2.1.2. to guide and support the Trust Board in developing a staff body with appropriate knowledge, skills and expertise to enable the Trust to fulfil its vision and achieve its strategic objectives;
 - 2.1.3. to guide and support the Trust Board in monitoring and managing the working conditions, work/life balance and well-being of Trust employees including absence and sickness;
 - 2.1.4. to review and approve policies relating to the employment and management of Trust staff, including:
 - 2.1.4.1. Pay & Remuneration policy (SoD 3.1);
 - 2.1.4.2. Job Role, Salary and Grading policy (SoD 3.2);
 - 2.1.4.3. Performance Management & Appraisal policy (SoD 3.8);
 - 2.1.4.4. Disciplinary policy (SoD 3.9);
 - 2.1.4.5. Grievance policy (SoD 3.10);
 - 2.1.4.6. Capability policy (SoD 3.11);
 - 2.1.4.7. Whistleblowing (SoD 3.12);
 - 2.1.4.8. Recruitment (SoD 3.13);
 - 2.1.4.9. Re-structuring and Redundancy policy (SoD 3.14);
 - 2.1.4.10. Employee Health & Safety policy (SoD 3.15).

- 2.1.5. to review and respond to plans for the development of Trust staff as recommended by the Chief Executive (SoD 2.11),
- 2.1.6. to review and recommend to the Trust Board the annual pay awards for Trust staff, Teachers and Support staff, having consulted with the Finance Committee on the financial implications of the proposals. The Committee shall consider relevant local and national agreements and ensure that the proposals are compliant with relevant legal and regulatory requirements and with the Trust's relevant policies, including consultation with unions and professional associations (SoD 3.5-6),
- 2.1.7. to review and recommend to the Trust Board proposals for the restructuring and redundancy of staff, having consulted with the Finance Committees on the financial implications of the proposals. The Committee shall ensure that the proposals are compliant with relevant legal and regulatory requirements and with the Trust's relevant policies (SoD 4.15-16),
- 2.1.8. to establish a sub-group of non-Executive Directors and Committee members for the performance management and remuneration of the Chief Executive and Finance Director.

3. Composition and Appointment of the HR Committee

- 3.1. The composition of the Committee shall be as follows:
 - 3.1.1. Directors with relevant knowledge, skills and expertise in human resources, personnel and pay management;
 - 3.1.2. Chief Executive;
 - 3.1.3. Trust Finance Director;
 - 3.1.4. Persons with relevant knowledge, skills, expertise in human resources, personnel and pay management who will be appointed by the Trust Board;
 - 3.1.5. Further Trust Directors such that the Committee has a majority of Directors.
- 3.2. The membership of the Committee shall be detailed as [Annex 2](#).

4. Term of Office and Responsibilities of Committee Members

- 4.1. The Term of Office for all members is 4 years.
- 4.2. On appointment members are each required to familiarise themselves and to agree to comply with:
 - 4.2.1. Trust Articles of Association;
 - 4.2.2. Trust Master and Supplementary Funding Agreements;
 - 4.2.3. these Terms;
 - 4.2.4. current relevant legislation and guidance on the employment of staff.

5. Meetings of the Committee

- 5.1. The Committee shall meet at least once per term and in particular:
 - 5.1.1. The Committee shall meet at the appropriate times set out in the Trust Governance Calendar;
 - 5.1.2. The members will receive notice of each meeting 7 clear days before the date of the meeting;
 - 5.1.3. The agenda, papers and minutes of Committee meetings will sent to the Clerk to the Directors when they are issued to members;

5.1.4. Minutes will be signed by the Committee Chair at the next meeting to verify that the minutes are a true record.

5.2. Quorum for a meeting of the Committee will be half the members and a majority of members present being Trust Directors.

5.3. Each question to be decided at a meeting of the Committee shall be determined by a majority of votes of members present and eligible to vote on the question. The Chair shall have the casting vote in the case of equal votes for and against the decision.

6. Appointment of the Committee Chair and Vice Chair

6.1. The Trust Board shall appoint the Chair and Vice Chair.

6.2. The Trust Board shall have the right to remove the Chair and/or Vice Chair, specifically in circumstances where they have cause for concern that the Committee is not fulfilling its responsibilities.

6.3. The term of office for Chair and Vice-Chair will be 1 year and they shall be appointed at the first meeting of each school year.

7. Appointment of a Clerk

7.1. The Trust Board shall appoint a Clerk to the Committee.

Declaration

*The HR Committee at its meeting on **insert date** resolved to adopt these Terms of Reference. A copy has been forwarded to the Clerk to the Directors for the formal Trust Board records. These Terms of Reference will be reviewed annually at the start of the academic year.*

Signature
(Chair of the HR & Pay Committee)

Date of signature

ANNEX 1: Trust Scheme of Delegation

ANNEX 2: Committee membership