

# People Committee

## TERMS OF REFERENCE

### 1. Scope

#### 1.1. Purpose

Supports the board's oversight of the organisational people (staff and volunteers) strategy to ensure the creation of a motivating benefits strategy reflecting the diverse needs and expectations of our people. This goes beyond salary: embracing flexibility, learning and a culture that promotes wellbeing and work-life balance.

Oversee culture development in line with BRC values and the fundamental principles with an emphasis on inclusion, wellbeing and empowerment.

#### 1.2. Authority

The committee has delegated authority from the board of trustees in accordance with the terms of reference.

#### 1.3. Reporting

The committee reports to the board of trustees.

### 2. Membership

#### 2.1. Chair

The committee will be chaired by a trustee appointed by the chair of the board.

#### 2.2. Members

Core membership of the committee will comprise:

- Up to five trustees (one of whom will be chair of the committee)
- One external member

#### 2.3. Other attendees

Attendees on a regular basis:

- Chief operating officer
- Chief of staff and head of governance

In addition:

- The chair of the board of trustees will attend the meeting where the chief executive officer's (CEO) remuneration is being decided and may attend other meetings as deemed necessary.
- The CEO may attend but shall not be involved in decisions as to their own remuneration or discussions of their performance.
- The committee may invite other attendees (non-voting) to act in an advisory capacity, as deemed necessary.

#### 2.4. Term of office

Two terms of four years each; coterminous with each trustee's terms of office.

External members will be appointed for a fixed term of four years, renewable once.

#### 2.5. Quorum

Quorum is set at 3 members, 2 to be trustees.

### **3. Responsibilities**

The board of trustees retains responsibility for the appointment of new trustees; and the chair of the board is responsible for the appointment of the CEO. A nominations panel would be constituted by the chair of the board when required to lead this process, review applications against agreed criteria, and make recommendations to the board. The role and composition of the nominations panel is set out in its terms of Reference.

The responsibilities of the committee shall be to:

#### **3.1. Recruitment and succession planning:**

##### **3.1.1. Board and committee members**

- Give consideration annually to succession planning for the board of trustees and its committees.
- Ensure a regular skills audit is carried out to identify specific skills and other requirements to strengthen the expertise available to the board.
- Investigate and make recommendations, as requested by the chair of the board or head of governance, for any reported breach of the eligibility criteria and/or board code of conduct.

##### **3.2.2 Executive leadership**

- Keep under review the leadership needs of the charity and ensure succession plans are in place for the CEO and executive leadership team (ELT).
- Ensure on behalf of the board arrangements for the supervision, support, appraisal, and remuneration of the CEO.
- Approve the salaries and any other payments to the CEO; and receive recommendations from the CEO for salary changes for all members of ELT. Receive and note the CEO's decision on the annual performance rating for ELT.

##### **3.2.3 Volunteer representation**

- Ensure a sound process is in place for the recruitment and selection of senior volunteer positions (including presidents, patrons, volunteer representatives, and other equivalent roles).
- Approve the appointment of senior volunteers.

#### **3.2. People Strategy**

- 3.2.1. Support the board's oversight of the organisational people (staff and volunteers) strategy. Monitor performance of the people strategy to assure an improved people experience and increased people capacity and capability.
- 3.2.2. Oversee the organisational remuneration policy; and recommend to the board the annual pay review strategy in support of effective recruitment, retention, recognition, remuneration and equal pay requirements.
- 3.2.3. Recommend to the board for approval the annual remuneration policy statement for inclusion in the trustees' report and accounts.
- 3.2.4. Receive an annual report on equal pay, and approve the annual gender pay gap report on behalf of the organisation.
- 3.2.5. Ensure there is a framework for leadership development.
- 3.2.6. Agree salaries and any other payments to the CEO and ELT. Receive annual reports on significant severance settlements, employment tribunals, contentious claims and organisation performance ratings.

3.2.7. Oversee culture development in line with BRC values and the fundamental principles with an emphasis on inclusion, wellbeing and empowerment.

3.2.8. Receive annual reports from the presidents advisory and awards and honours panels.

### **3.3. Risk management**

Regularly scrutinise the people risk register and ensure coordination with the risk and assurance committee as appropriate on risks relating to people.

### **3.4. External advice**

The committee is authorised, where necessary, to obtain external advice required to discharge its responsibilities.

## **4 Management**

### **4.1 Secretary**

A secretary shall be appointed who will arrange, convene, attend and record all meetings of the committee.

### **4.2 Papers/agenda**

The secretary is responsible for circulating papers for the meetings. Agenda and papers will be circulated to all members at least 5 working days before the meeting.

### **4.3 Meetings**

The committee will meet at least three times a year. Additional meetings may take place at the request of the committee chair and decisions formally recorded and noted at the next meeting.

### **4.4 Attendance**

Members are expected to attend all meetings of the committee unless agreed by the chair.

### **4.5 Minutes / reporting**

The secretary to the committee shall aim to distribute minutes of each meeting to committee members within 10 working days. Minutes will be shared with the board at the following board meeting.

The committee chair will report formally to the board on the committee's proceedings.

## **5 Version control**

### **5.1 Approval**

These terms of reference were approved by the board of trustees at their meeting on 20 February 2024.