

TERMS OF REFERENCE	
<b>Committee:</b>	People & Governance Committee
<b>Effective Date:</b>	May 2022
<b>Date Last Reviewed:</b>	December 2021
<b>Scheduled Review Date:</b>	May 2024
<b>Supersedes:</b>	All previous Policies and/or Statements
<b>Author:</b>	CEO
<b>Approved by:</b>	Board

## 1. Membership and meetings

- A minimum of four board members and a maximum of six.
- Quorum will be three members, excluding co-optees.
- Appointments will be made by the board to ensure a cross-section of experience with strong financial, treasury management and business awareness.
- The Chair will be selected by the board, giving due regard to appropriate experience and knowledge and will be required to provide an assurance report to the board following each meeting of the committee.
- The Chair of the board cannot be a voting member of this committee.
- The Chief Executive, the Director of Resources & Risk and other senior staff will attend as appropriate.
- The committee shall meet three times per year, the dates for which will be approved by the board.
- Minutes of each meeting will be presented to the next meeting of the committee and the board.

## 2. Role

The Governance and People Committee is accountable to the board, and its role covers the following areas:

- Review of human resources performance management and implementation of the Peoples Strategy.
- Where required, oversee the delivery of related objectives listed in the Corporate Operational Plan.
- Review the annual pay and conditions of staff, within the budget, and recommend approval to the board.
- Explore and review new initiatives aimed at improving the HR goals and morale of the Association's staff.
- Overseeing the Chair's appraisal, development and succession.

- Overseeing the Chief Executive's and executive directors' appraisal and remuneration and make recommendations on the contractual terms and pay to the board for approval.
- Review of the board's performance against the NHF Code of Governance 2020.
- Review of Board members' appraisals, development and succession.
- To review and, if appropriate, approve any delegated policies, strategies and procedures listed in the Policies Review Schedule approved by the board as follows:

Policy	Frequency
Board Member Selection Procedure	Every 3 years
Adult Safeguarding Policy	Every 3 years
Board Member Recruitment & Selection Policy	Every 3 years
Mental Health Policy (Staff)	Every 3 years
Social Values Day Policy	Every 3 years
Social Values Day Strategy	Every 3 years
Whistleblowing Policy	Every 3 years

- Overseeing regulatory returns and seeking assurance.
- Reviewing the assets and liabilities register.
- Where required, oversee the delivery of related objectives listed in the Corporate Operational Plan.

Review the following KPIs:

Type	Measure	Frequency
People	Median number of sickness absence days per staff member	Quarterly
People	Voluntary staff turnover during the financial year	Quarterly
People	Staff satisfaction - % likely to recommend Tuntum as an employer to family and friends	Quarterly
People	Staff leaving within 90 days of starting employment at Tuntum	Quarterly
Governance	Board & committee attendance (year to date)	Quarterly
Governance	Complete board papers delivered on time	Quarterly

Review the following specific strategic risks at least once a year:

- Strategic risk 3: Not maintaining a skilled, supported and motivated workforce.
- Strategic risk 5: Not maintaining an effective governance and compliance framework.