



Opportunity, Work together, Nurture

FINANCE AND HR (F&HR) COMMITTEE TERMS OF REFERENCE

The F & HR Committee is an executive committee of the OWN Trust with specific delegated powers established in accordance with the Trust's Articles of Association. These powers are determined, and can be varied permanently or temporarily, by the Trust Board and are recorded in the Scheme of Delegation.

A COMPOSITION OF THE FINANCE & HR COMMITTEE

The Trust Board will appoint members of the Finance and HR Committee. Membership will include a minimum of three trustees:

1. Specified Trustees with relevant knowledge, skills and expertise
2. Such additional persons with finance, accountancy, HR, employment or commercial expertise who may be appointed by the Trust Board.
3. Such further Trustees as the Trust Board may appoint in order to ensure that the Committee has a majority of Trustees.

Employees of the Trust will not be appointed to the Finance and HR Committee. The Chair of the Trust Board will not be appointed to the Finance and HR Committee.

The Governance & Compliance Manager will act as clerk to the committee. If not able to attend, the G&C Manager will engage a suitably qualified professional clerk to attend and minute the meeting.

B TERM OF OFFICE AND RESPONSIBILITIES OF COMMITTEE MEMBERS

1. The Term of Office for all committee members is 1 year.
2. The Trust Board shall appoint the members and Chair and of the committee annually, noting any recommendation from the Committee. The Trust may remove/replace the Chair of the Committee.
3. On appointment, committee members are required to familiarise themselves, and where appropriate to agree to comply, with:
 - 3.1 the Trust Articles of Association
 - 3.2 the Trust Master and Supplementary Funding Agreements
 - 3.3 the Trust Financial Regulations,
 - 3.4 the Academy Trust Handbook,
 - 3.5 these Terms of Reference,
 - 3.6 current relevant financial legislation and guidance for academies
 - 3.7 relevant Trust policies
4. Committee members will respect the confidentiality of any matters discussed, or information accessed, as part of their role.
5. Members will, at the start of every meeting, declare any actual, potential or perceived conflict of interest (financial or otherwise) in any item on the agenda. Where a conflict is unclear, the Committee will decide if a member should withdraw from the discussion and/or vote.

C OPERATION AND ROLE OF THE FINANCE AND HR COMMITTEE

The Finance & HR Committee shall exercise the powers, responsibilities and duties delegated by the Trust Board as set out in these Terms of Reference and the Trust's Scheme of Delegation. The remit of the Finance and HR Committee includes oversight of central Trust operations and operations at individual constituent academies.

1. The committee will:
 - 1.1 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
 - 1.2 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

- 1.3 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
- 1.4 Receive, consider and approve recommendations from the performance management panel for the CEO and headteachers (SoD 3.4, 3.5).
- 1.5 Review and respond to Local Governance Committees' proposals for the redundancy of staff. In doing so, the Committee shall ensure that the proposals are compliant with relevant legal and regulatory requirements and with the Trust's relevant policies (SoD 3.9)
- 1.6 Review and respond to Local Governance Committees' recommendations for compensation payments. The Committee shall ensure that the proposals are compliant with relevant legal and regulatory requirements and with the Trust's relevant policies (SoD 4.16)
- 1.7 Approve the Trust and School Financial Regulations and Procedures which shall comply with relevant statute and regulation, the Trust's Scheme of Delegation and the decisions of the Trustees (SoD 4.1)
- 1.8 Review and monitor constituent academies' one-year budgets recommended by each Local Governance Committee with a specific responsibility to ensure that budgets do not go into deficit (SoD 4.3)
- 1.9 Review, recommend to the Trust Board and monitor the Trust one-year budget which shall consolidate individual School budgets with Trust central costs and charges. It shall also have specific responsibility for ensuring that the Trust budget does not go into deficit (SoD 4.2, 4.14, 4.15)
- 1.10 Identify and propose to the Trust Board opportunities for financial and resource efficiencies for the Trust and constituent academies and ensuring value for money.
- 1.11 Review and approve the Trust and School Interim Year End financial reports prior to audit (SoD 4.5, 4.6)
- 1.12 Prepare, review and approve policies delegated to the Committee (see Trust policy matrix).
- ~~1.13~~ Review and recommend to the Trust Board any policies related to the Committee's function but not delegated to the Committee (see Trust policy matrix).
- 1.14 Approve expenditure, or make expenditure recommendations to the Trust, in accordance with agreed levels of financial delegation (see financial regulations) and/or the limits set by the Education & Skills Funding Agency (SoD 4.1).
- 1.15 The Chairs of Finance & HR, Audit & Risk and Pay committees will liaise closely on any areas of overlap.

2. The Finance and HR Committee will meet at least once per term. Dates for meetings are set annually by the Trust as part of the whole-trust calendar.
 - 2.1 Additional meetings may be called where necessary to meet the needs of the Trust.
 - 2.2 All meetings will be virtual.
 - 2.3 Where a meeting cannot take place business may be conducted via email as a written resolution. All decisions taken by such means will have the same status and effect as if they had been taken at a meeting.
 - 2.4 Quorum for a meeting of the Committee will be half the membership of the committee (rounded up), or two trustees, provided that the majority of those present are Trustees of OWN Trust.
 - 2.5 Agenda and papers for meetings will be shared seven days before the meeting. The convening of a meeting and the proceedings conducted shall not be invalidated by reason of any individual not having had access to the agenda and papers. A shorter notice period may be given at the discretion of the Committee Chair.
 - 2.6 All matters for decision by the committee will be determined by simple majority of committee members present and eligible to vote. Where there is a tie, the Chair of the Committee has a casting vote.
 - 2.7 Draft minutes of the meeting will be shared within 10 working days of the meeting and will be signed by the Committee Chair to verify that the minutes are a true record
3. The Committee Chair, or if they are not available, a delegated member of the committee, will report to, and make recommendations to, the Trust Board.