

PAY, PERFORMANCE AND HR COMMITTEE

TERMS OF REFERENCE 2025-26

Introduction

1. The Pay, Performance and HR committee is a committee of the Trust established under the terms of Clauses 100 to 104 of the Articles of Association of 2015.

Purpose of the Committee

2. The purpose of the Committee is to advise the Trust on strategies and employment policy for all staff including the CEO.
3. As a general principle, the Committee is required to adopt open and transparent procedures for its work, and be content that the Trust's Human Resources strategies follow best practice.
4. The Committee has the responsibility for agreeing the procedure for staff selection, appointment, and training and performance management. In addition, the committee will review and agree pay policies and procedures relating to the employment, retention and wellbeing of staff.
5. The Committee has the responsibility for ensuring that the services the Trust provides are accessible to all and endeavour to positively encourage and benefit people from disadvantage groups.
6. The Committee will consider and approve any staff exit considerations that hold a monetary value.
7. The Committee will consider any employment issues carrying a significant potential risk (e.g. in legal or financial terms) to the Trust.
8. The Committee is required to fulfil its responsibilities set out in these terms within the terms of:
 - a. the appropriate Priory policies, procedures and Finance Manual;
 - b. the Trust's Scheme of Delegated Authority;
 - c. each current DfE Academies' Financial Handbook;and in compliance with the requirements of the Funding Agreement between the Trust and the Education and Skills Funding Agency (or any successor funding body).

Membership and Operation

9. The Committee shall consist of a minimum of three Trustees appointed by the Trust. The Trust may appoint additional Trustees to increase the size of the Committee's membership. Membership of the Committee may also include additional persons who are not Trustees to add to the skills and expertise available. Such additional members (i.e. non-Trustees) will not be entitled to vote.

10. The quorum shall be two Trustees appointed by the Trust. The quorum is the minimum number of members of the Committee necessary to conduct the business of the Committee.
11. The Committee shall be served by the Head of Human Resources.
12. The Chair will be appointed by the full Trust Board.
13. The Committee may appoint a Vice/Deputy Chair if it so wishes.
14. In the event of the Chair or Vice/Deputy Chair (if one exists) of the Committee being unable to attend, the remaining members shall elect one of their members as Chair for the meeting.
15. The Chair shall have the power to invite other individuals to attend any meeting if deemed appropriate to the business. Lead members of the Senior Leadership Team whose area of responsibility includes matters relative to the Detailed Responsibilities of the Committee listed below shall be expected to attend meetings of the Committee.
16. The Committee is entitled, wherever it is satisfied that it is appropriate to do so, to go into confidential session and (subject to the rules of quoracy) to exclude any, or all, participants and observers, except the Clerk to the Committee.
17. The Committee shall undertake an annual review of these terms of reference, and recommend to the Trust Board the approval of any changes deemed necessary.

Detailed Responsibilities

18. The Committee is also tasked with the following matters of detail:
 - a) the design and implementation of application and selection processes, including determining the criteria for the search for new, highly talented individuals
 - b) advising the Trust on key staffing policies in relation to pay, terms and conditions of service for staff
 - c) agreeing on any proposed collective bargaining arrangements with the recognised trade unions
 - d) Approve pay and pay progression for CEO; Headteachers; and Trust SLT.
 - e) recommendations to the Trust Board on the appointment of the Chief Executive Officer
 - f) reviewing the staffing structure in consultation with the Chief Executive Officer
 - g) To ensure the Trusts staffing profile is effective and efficient. Including the monitoring of the Trust's Equality, Diversity and Inclusion data. This includes the monitoring of the Trust's Equality, Diversity and Inclusion data and to ensure that Local Governing Bodies and Senior Leaders are aware of the Trusts strategy and the detail included within this (in line with Ofsted expectations).
 - h) Approve contractual Settlements/termination/redundancy agreements over £50,000 (ESFA approval required for non-contractual settlements)
 - i) to make recommendations on HR-related expenditure to the Finance Committee
 - j) Setting targets, monitoring the absence statistics and overseeing the Human Resources scorecard for the Trust Board.
 - k) To contribute to the search, selection and recruitment in the governance process.

Meetings

19. Committee meetings will be held on an as-required basis but at least once a term.
20. A member of the Committee will make a record of all proceedings at each meeting. Minutes will be circulated to members within seven days of the meeting, and presented with the agenda for the next full Board meeting.

- 21.** The Committee will liaise with such other committees and invite members of other committees to attend its meeting as should be deemed appropriate.
- 22.** Any matters which may be in conflict with the work of another committee must be referred to the Trustees.
- 21.** Any urgent matters may be circulated and agreed digitally out of Committee, with any decisions ratified at the next committee.

Delegated Functions

22. Subject to the detailed requirements of the Trust's Scheme of Delegated Authority, the Committee:

- a)** has the authority of the Trust to investigate any activity within its Terms of Reference; and
- b)** may be requested to investigate anything by the Trust within the Committee's Terms of Reference.

The Committee may obtain independent professional advice in accordance with the Trust's procedures.