



Mercia
Learning Trust

HR and People Committee Terms of Reference

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DOCUMENT CONTROL

Unless there are legislative or regulatory changes in the interim, this policy will be reviewed every year. Should no substantive changes be required at that point, the policy will move to the next review cycle.

HR and People Committee Terms of Reference

1. Committee Purpose

- 1.1. The HR and people committee will undertake detailed review on behalf of the trust board on the current policy and framework for remuneration, benefits and incentives of the executive team (including the CEO). Furthermore, the committee will review workforce and pay related policies. Finally, the committee will review termination and compensation commitments.

2. Authority

- 2.1. The HR and Remuneration Committee is a committee of the trust board and is authorised to investigate any activity within its terms of reference or specifically delegated to it by the Board.
- 2.2. The committee is authorised to:
 - 1.1.1. request any information it requires from any staff, external audit, internal audit or other assurance provider.
 - 1.1.2. obtain outside legal or independent professional advice it considers necessary, normally in consultation with the accounting officer and/or the trust board.

3. Composition

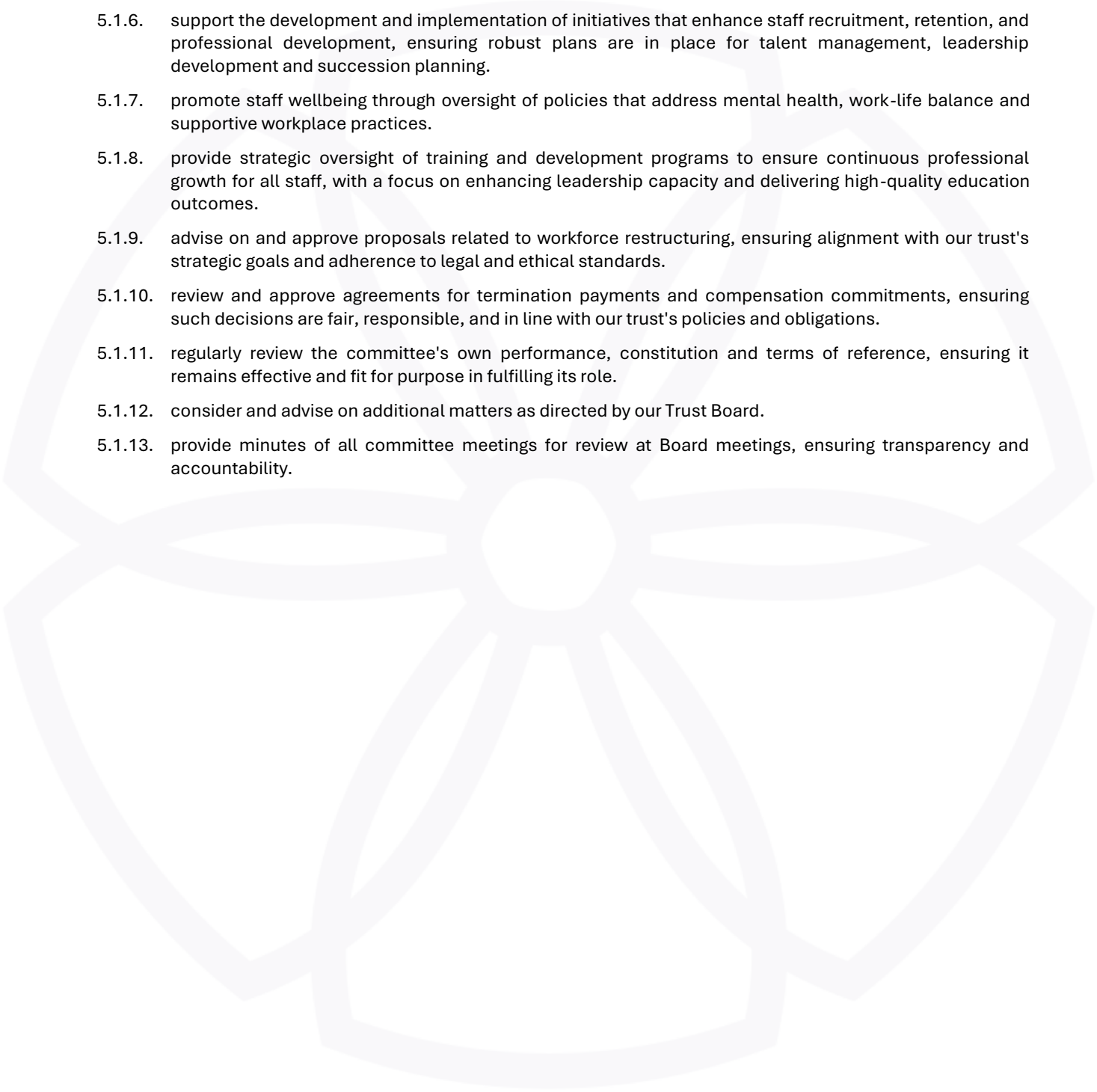
- 3.1. The membership of the committee will comprise a minimum of 3 trustees.
- 3.2. The Trust Board will appoint one of the members of the committee as its chair (the Chair).
- 3.3. Employees of the trust should not be committee members, but the CEO and CFO should attend to provide information and participate in discussion.
- 3.4. The quorum shall be 2 trustees.
- 3.5. The administration of meetings will be managed by our trust governance officer. Agenda and papers will be circulated, whenever possible, to members of the committee 7 days in advance of the meeting.
- 3.6. In addition to voting in person at a meeting, trustees can vote on matters via e-mail to our trust governance officer (ahead of the meeting) or via video / telephone conferencing during the meeting.
- 3.7. Minutes of meetings will be agreed by the committee and shared with our trust board.
- 3.8. Staff employed by the trust may be invited to attend the committee to provide information and participate in discussions but should not be members of the committee.
- 3.9. Any trustee may attend a meeting of the HR and people committee, including those who are not members of the committee.

4. Reporting

- 4.1. The Committee will:
 - 1.1.1. report back to our trust board twice per year.
 - 1.1.2. attend and report on meetings that are requested by the external or internal auditors (if they consider that one is necessary.)

5. Terms of Reference

- 5.1. The committee will:
 - 5.1.1. develop and regularly review our trust's people strategy, encompassing key areas such as recruitment, retention, succession planning, training and development, staff wellbeing, and Equality, Diversity, and Inclusion (ED&I).
 - 5.1.2. consider, the gender pay gap report, monitor trends and any implications for the trust's people strategy.
 - 5.1.3. consider, determine, and maintain an appropriate framework or policy to review the remuneration, benefits, and incentives of the Chief Executive Officer (CEO) and other members of our trust leadership team, ensuring alignment with our trust's broader people strategy and recommend appropriate remuneration to the Trust Board.

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- 5.1.4. review the performance of the CEO and other members of our trust leadership team, ensuring performance and contributions to our trust's success are recognised and rewarded in a fair, responsible and transparent manner.
 - 5.1.5. monitor and make recommendations regarding workforce-wide remuneration and related policies, including pensions, ensuring consistency, fairness and alignment with our trust's commitment to staff wellbeing and ED&I.
 - 5.1.6. support the development and implementation of initiatives that enhance staff recruitment, retention, and professional development, ensuring robust plans are in place for talent management, leadership development and succession planning.
 - 5.1.7. promote staff wellbeing through oversight of policies that address mental health, work-life balance and supportive workplace practices.
 - 5.1.8. provide strategic oversight of training and development programs to ensure continuous professional growth for all staff, with a focus on enhancing leadership capacity and delivering high-quality education outcomes.
 - 5.1.9. advise on and approve proposals related to workforce restructuring, ensuring alignment with our trust's strategic goals and adherence to legal and ethical standards.
 - 5.1.10. review and approve agreements for termination payments and compensation commitments, ensuring such decisions are fair, responsible, and in line with our trust's policies and obligations.
 - 5.1.11. regularly review the committee's own performance, constitution and terms of reference, ensuring it remains effective and fit for purpose in fulfilling its role.
 - 5.1.12. consider and advise on additional matters as directed by our Trust Board.
 - 5.1.13. provide minutes of all committee meetings for review at Board meetings, ensuring transparency and accountability.