

Terms of Reference – Resources Committee

Purpose

1. The Resources Committee will provide a forum for the detailed discussion on financial and business planning and human resources matters.
2. It will be for the Board to define and communicate the organisation's financial strategy and policy. Accountability for the financial management of the organisation will lie with the Board and the Accounting Officer. The CEO and the Executive team will have responsibility for the planning and implementation of the financial and human resources strategy and policies.

Role

3. The role of the Resources Committee is to advise the Board and Accounting Officer on:
 - a. Oversight of the preparation of the annual budget and business plan giving due consideration to the strategic use of resources;
 - b. Reviewing the organisation's financial strategy, planning and policy giving due consideration to the strategic use of resources;
 - c. Oversight of workforce planning and controls for the organisation: recruitment, retention, succession planning and performance management policies;
 - d. Overseeing any major changes in employee benefits structures throughout the organisation;
 - e. Advising the Board on potential investment and commercial activities, giving early consideration to proposals and either advising or providing a view of opportunities that may exist;
 - f. Ensuring the effective and efficient management of Qualifications Wales' assets and operations;
 - g. Formally reviewing the remit of the Committee annually and on an ongoing basis informally.

Delegated Authority

4. The Committee has the delegated authority from the Board to review and approve HR policies, other than any policies that fall within the remit of the Board or Remuneration Committee.
5. It is the judgement of the Committee to determine anything novel, contentious or of particular national significance that therefore requires Board approval and should also be reported to Welsh Government.

Membership and Attendance

6. The Committee will usually have five members. The Members of the Resources Committee are:
 1. Robert Lloyd Griffiths, Chair of the Committee and Board Member
 2. Ellen Donovan, Board Member
 3. Philip Blaker, Chief Executive Officer
 4. Anne Marie Duffy, Board Member
 5. David Jones, Board Member
7. Members of the Committee are appointed by the Chair of the Board who reserves the right, under the Board's scheme of delegation, to add or remove members to meet the needs of the organisation.
8. The Executive Director – Corporate Resources should attend the committee but will not be a member of the Committee. Other members of staff or external visitors may also be required to attend from time to time to assist the Committee in the discharge of its duties.
9. The **quorum** for the Resources Committee meetings will be 3 members.

Support

10. The Committee will be supported by the Head of Corporate Governance, who will be the Committee's main liaison with the organisation, administer the secretariat, facilitate Committee induction, and provide advice and information to Committee members at and between meetings, ensuring that effective arrangements are made for ordinary and special meetings. The Head of Corporate Governance will also administer new/re-appointments of all of Qualifications Wales' Committee members and any external representatives.

Modus Operandi

11. The Committee will receive reports as appropriate, for example from the organisation's Executive Director – Corporate Resources, the Heads of Finance, HR and Corporate Governance. It will report to the Board via its minutes (presented by the Chair to the Board), and regular reporting.
12. It is proposed that the Committee will meet 2-3 times per year in a timely enough manner to co-ordinate and execute its business. The Committee may operate and meet Ex-Committee where appropriate to fulfil its business.
13. During the course of its meetings, it will examine the organisation's:
 - Finance report;
 - Human Resource metrics;
 - Business plan progress update, and;
 - Receive relevant updates with regards to strategic Human Resource matters.