



# LAUNCHPAD TERMS OF REFERENCE FOR A GOVERNANCE & REMUNERATION SUB-COMMITTEE

## Overall responsibility

The Launchpad Governance & Remuneration Sub-Committee takes delegated responsibility on behalf of the board of trustees for setting Governance best practices and setting staff remuneration for the charity.

The purpose of the G&R Sub-Committee is to:

- Set Governance policies and review and maintain a register of policies and set review periods
- Review remuneration plans and agree any proposed pay rises ensuring fair and transparent setting of salaries.
- Ensure an annual review of governance arrangements takes place including self-assessments against the National Housing Federation Code of Governance (2015) and the Regulator of Social Housing's Governance and Viability standards and Cobseo
- Review Trustees skills matrix assessments to ascertain skills gaps and ensure Trustees are appropriately skilled and trained.

## Composition and reporting

- The G&R Sub-Committee will consist of no fewer than 3 trustees appointed by the Trustees; others with appropriate skills and expertise, of whom at least 1 is external and independent of Launchpad, may also be appointed.
- The elected sub-committee members will appoint the Chair of the G&R Sub-Committee.
- Any trustee may attend a meeting of the G&R Sub-Committee including those who are not members of the audit committee.
- The CEO, CFO/Company Secretary and such other members of staff as the chair may require shall attend meetings.
- Until otherwise determined by the Trustees, a quorum shall consist of 2 members of the committee.
- Members of the G&R Sub-Committee may serve for as long as they are trustees of Launchpad.
- The G&R Sub-Committee will report back annually to the Trustees on any areas of weakness or non-compliance with regards to Trustees skills and policies set.
- The G&R Sub-Committee will meet bi-annually.

## Main Duties

- Maintain a policy register setting out dates for review and scrutiny
- Scrutinise policies and agree any amendments



- Identify gaps in policies and ensure policies are put in place to ensure Good Governance
- Undertake self-assessment tools set against best standards including Cobseo Self-Assessment tool, National Housing Federation Code of Governance (2015) and the Regulator of Social Housing's Governance and Viability standards
- Investigated any alleged breaches of Governance and report findings to Trustees of main board.
- Ensure the register of Members and Trustees is maintained and up to date
- Ensure Trustee declarations of eligibility have been completed.
- Review any declaration of Conflict of Interest and advise the Trustees of main board on how to proceed.
- Oversee the scheduling of Trustee and Committee meetings
- Review Trustee self-assessment skills matrix and identify gaps and training needs

## Remuneration

- Consider industry best practice and regulatory guidance and recommend a salary for the Chief Executive having regard to the CEO appraisal by the Chair and appropriate sector benchmarking and other published comparative data
- In conjunction with the Board Chair, to oversee the annual performance review and appraisal of the Chief Executive
- Oversee and monitor existing expenses levels paid to committee members including the Chair

## Meeting Minutes

Meeting minutes shall be recorded by the Company Secretary and submitted to Trustees for review at board meetings. The Chair of the G&R Sub-Committee will be responsible for representing opinion of G&R sub-committee and providing an update to Trustees. Matters arising and action plan will be circulated within the minutes.

Approved:

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