

# QUALIFICATIONS WALES

## Terms of Reference

### Qualifications Wales Resources Committee

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#### Purpose

1. The Resources Committee has been appointed to provide scrutiny over Qualifications Wales's efficiency and effectiveness in securing value for money from its resources, including people, physical assets, and funding, and to support the Board in ensuring public funds are managed with probity and in the public interest.
2. The Committee will take decisions in accordance with authorities delegated to it by the Board and will advise the Board on matters as appropriate.
3. The Board will 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 Chief Executive and the Executive Team will have responsibility for the planning and implementation of the financial and human resources strategy and policies.

#### Role

4. The role of the Resources Committee is to:
  - a. advise the Board and Accounting Officer on matters within its remit.
  - b. review progress against the strategic equality objectives on behalf of the Board
  - c. monitor employee well-being.
  - d. provide oversight of the preparation of the annual budget and business plan giving due consideration to the strategic use of resources.
  - e. review the organisation's financial strategy, planning and policy giving due consideration to the strategic use of resources.
  - f. provide oversight of workforce planning and controls for the organisation: recruitment, retention, succession planning and performance and development policies.
  - g. advise 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.
  - h. ensure the effective and efficient management of Qualifications Wales' assets
  - i. and operations.
  - j. formally review the remit of the Committee annually.

#### Delegated Authority

5. The Committee has the delegated authority from the Board to review and approve new HR policies or significant changes to existing policies, other than any policies that fall within the remit of the Board or Remuneration Committee.
6. 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.

7. The Committee should be aware of its distinct role and ensure it operates within its own Terms of Reference, not seeking to perform the role of other committees, or the Board.

### Membership and Attendance

8. The Committee will comprise of between four to five non-executive directors of the Qualifications Wales Board and the Chief Executive.
9. Members of the Committee are appointed by the Chair of the Qualifications Wales Board who reserves the right, under the Board's Scheme of Delegation, to add or remove members to meet the needs of the organisation.
10. The Executive Director – Corporate Resources, the Head of HR and the Head of Finance should attend committee meetings but will not be members 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.
11. The **quorum** for the Resources Committee meetings will be 3 members.

### Support

12. The Committee will be supported by the Head of Corporate Governance, who will be the Committee's main liaison with the organisation, coordinate 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

13. The Committee will receive reports as appropriate from the organisation's Executive Director – Corporate Resources, the Heads of Finance, HR, and Corporate Governance. It will report to the Board via a regular committee assurance report which will be presented by the Chair of the Committee to the next meeting of the Board following each Committee meeting.
14. The Committee will usually meet 2-3 times per year in a timely enough manner to coordinate and execute its business. The Committee may operate and meet Ex-Committee where appropriate to fulfil its business.
15. Subject to the agreement of the Committee Chair, the Committee may approve committee recommendations and take decisions ex-committee provided a written resolution is supported by at least three Committee members.
16. During the course of its meetings, it will examine the organisation's:
  - Finance report;
  - Human Resource metrics;
  - Progress against Strategic Equalities objectives;
  - Operational Plan progress update with a focus on the strategic use of resources, and;
  - Receive relevant updates with regards to strategic Human Resource matters.