

TERMS OF REFERENCE

People, Pay and Performance Committee (V5, January 2026)

1. Introduction

The People, Pay and Performance Committee (the Committee) is a committee of the Ebor Academy Trust Board of Trustees.

The Committee has been established to support the Board in its responsibilities for issues of people management, remuneration and recognition, in the context of its commitment to the continual improvement of the quality of education across the Trust. This will exclude those matters deemed the responsibility of the Remuneration Committee, and specifically the provisions of the Academy Trust Handbook 2025 regarding the setting of executive pay (sections 2.27-2.29).

Committee Membership

The Committee should consist of a minimum of three (3) trustees, appointed by the Board. The Director of People & Culture will normally attend meetings. The CEO and Chair of Trustees may attend meetings of the committee.

Meetings will be quorate if 2 members are present.

The Committee may ask any other member of Ebor Academy Trust staff to attend a meeting to assist with its work.

The Membership and Chair of the committee will be confirmed each year by the board.

2. Authority

The Committee will operate within the powers delegated to it by the Board and in line with the responsibilities contained within section 3 of these Terms of Reference or specifically delegated to it by the board.

This Committee will have some overlapping responsibilities with the other committees of the Board; staffing related matters may be considered at the Standards Committee and the impact of pay awards on budgets will be considered by the Finance Committee. The Remuneration Committee will have specific responsibility for the setting of executive pay and will also consider matters regarding senior staff performance and succession planning.

3. Meetings

The Committee will meet at least three times a year, one meeting per term. The Chair of the Committee and or the Chief Executive may convene additional meetings

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as they deem necessary.

The meetings may be held in person or by teleconference or video conference and individual members may join a physical meeting remotely via teleconference or video conference and be regarded as present at the meeting.

Notices of meetings shall contain information relating to venue, time, date and agenda.

Papers to meetings shall be circulated at least one week before the date of the meeting.

The committee may obtain outside legal or other independent professional advice and secure the attendance of non-members with relevant experience and expertise if it considers this necessary. Such a person shall not be entitled to vote.

Decisions of the Committee shall be taken by resolution and recorded in the minutes. Where a consensus cannot be agreed, the Chair may request a vote on a show of hands, in which case each Committee Member shall have one vote. The Chair will have a casting vote if there is an equal division of votes.

4. Decisions outside of meetings

Decisions may, at times, be required outside of meetings. In such circumstances trustees can vote via e-mail through the Governance Professional/Clerk.

Where there is an equal division of votes, the Chair of the committee shall have a second or casting vote.

The Governance Professional will keep a record of e-mail responses to the decision. At the next committee meeting the decision will be formally ratified, and recorded in the minutes.

5. Responsibilities.

The Committee shall have delegated powers from the Board to carry out the following responsibilities:

- Review and support the development of the Trust's People Strategy.
- Review and recommend to the board the Trust's Pay Policy annually to ensure that they meet the needs of the Trust and its Strategic Plan. Matters relating to the setting of executive pay will be the responsibility of the Remuneration Committee.
- Ensure that the Trust is remunerating its people in accordance with the Trust Pay Policy.
- Ensure that performance management is being carried out consistently across the Trust, in line with Policy. Matters relating to the performance management of senior staff will be the responsibility of the Remuneration Committee.
- Review with the CEO, and People Director to support them to develop the plans for the operational organisation of the staff and the employment HR policies and practices.
- Manage on behalf of the Board, as necessary, the recruitment of the CEO and CFO (as company secretary).
- Review strategic People and Performance related management information

and identify risks, trends and anomalies requiring action to improve, sustain or enhance performance

- Ensure that an adequate and appropriate workforce development plan is in place, and effective.
- Ensure that succession plans are in place to ensure continuity of educational and service delivery.
- Provide panel members, as appropriate, for employment related appeals and processes.
- Maintain an overview of the use of Settlement Agreements within the organisation in line with the Academy Trust Handbook.
- Deal with any other matters related to People, Pay and Performance as requested by the Board of Trustees.
- Oversee Apprenticeship provision and levy compliance.
- Oversee Trade Union consultation (or negotiation where applicable).
- Approval of the annual cost of living award as per Pay Policy for non-executive postholders.
- Oversee staff wellbeing, workload and working conditions

6. Risk Management Framework

Identify areas of risk, gaining assurance that the HR risks are being effectively managed and reporting to the Audit and Risk Committee on any high risks or risks that are above the agreed appetite to risk.

7. Reporting procedures

Minutes of each Committee meeting will be presented to the subsequent Board meeting and, where necessary, the Chair of the Committee will provide a report to the Board on any substantive matters of importance and any material issues or concerns.

The Committee shall report its decisions to the Board and make whatever recommendations it deems appropriate on any area within its remit where action or improvement is needed.

8. Advice and Guidance

The People, Pay and Performance Committee will advise the board on all issues relating to People, Pay or Performance responsibilities.

9. Review of Terms of Reference

The Terms of Reference for the Committee and Committee effectiveness will be reviewed annually by the Board.