



**ORGANISATION DEVELOPMENT COMMITTEE**  
**Terms of Reference**  
**2025-26**

**1. Purpose of the Organisation Development Committee**

The Organisation Development Committee (the Committee) provides strategic oversight, scrutiny and assurance to the Trust Board across the Trust's organisational infrastructure—covering finance (revenue and capital), operations, IT, data, media & marketing, human resources & workforce, estates, health & safety, and statutory compliance—to support the Trust Board in securing long-term sustainability, opportunities for growth, strong internal controls, and full regulatory compliance across all academies.

The Committee fulfils the responsibilities delegated to it in the Trust's Scheme of Delegation (SoD) and escalates to the Board where thresholds are exceeded.

**2. Roles and Responsibilities**

**Strategic Leadership (Organisational Infrastructure)**

- Provide scrutiny, constructive challenge and support to the Chief Executive (CE), CFOO (Chief Financial Operating Officer) and Executive team for the delivery of the Trust's finance, operations, IT, data, human resources, estates, health & safety strategies aligned to the Board's strategic priorities and the five pillars of academy trust quality.
- Promote a positive, ethical, and value for money culture in all Trust Services functions.
- Oversee the work of the Trust Services teams.
- Oversee opportunities of organisation development, including growth opportunities.

**Finance and Resource Management**

**Budget strategy & planning:**

- Review the robustness of annual and medium-term financial plans prior to Board approval, including use of ICFP and pupil number assumptions; provide scrutiny of in year forecasts and variances.
- Ensure that the annual budget planning arrangements are robust and inclusive which enable a balanced annual budget for the Trust each year. Examine projected pupil numbers for budgeting purposes and consideration of Integrated Curriculum and Financial Planning (ICFP) as part of the budget planning arrangements.
- Maintain a strategic view regarding forward planning of academy/school finances through longer term financial plans and projections, including capital funding both for maintenance of existing facilities and for academy/school improvement projects.
- Recommend annual budget and three-year forecast to the Board.

- Approval of the Capital Plan. Monitor delivery and value for money.
- Long term financial plan oversight.

#### **Financial management and performance:**

- Review monthly management accounts and balance sheet trends and ensure timely escalation of material risks to the Board.
- Ensure effective and robust monitoring of the income and expenditure arrangements throughout the year of all funds against the annual budget plan.
- Review the Trust's financial management and reporting arrangements, providing scrutiny to related information, actions and recommendations prior to the Board of Trustees.
- Monitor the Trust Improvement Plan (TIP) relating to projects associated with finance operations and financial planning.

#### **Financial controls:**

- Provide assurance over financial management arrangements, including delegated financial authorities are complied with, appropriate segregation of duties, debtors, creditors, cash flow and bank reconciliations.
- Examine and challenge measures in place to reduce the risk of fraud and theft.
- Provide an overview of the Trust's banking arrangements.
- Ensure regularity, propriety and value for money in the Trust's activities.
- Oversee the management of Trust assets, including the Fixed Asset Register.
- Review, adopt and monitor all additional financial policies, including a charging and remissions policy.

#### **Procurement:**

- Oversight of procurement compliance and contract management.
- Ensure procurement and contract decisions are appropriate and to provide wider challenge on related performance and value for money consideration.
- Oversight of compliance with Procurement Act 2023 and National Procurement Policy Statement.

### **Risk Management and Assurance**

- Consider and manage risk in all aspects of the Committee's remit ensuring the Organisation Development risk register is maintained and reviewed by the Committee.
- Oversight of operational assurance and ensuring controls, mitigation and business continuity are effective.
- Report and escalate risks to the Board.
- Recommend the Internal Audit Programme to the Audit and Risk Committee.

### **Operations**

- Oversee performance and efficiency of Operations (including GDPR Compliance, Complaints, Policies).

### **IT, Digital & Data**

- Oversee performance and efficiency of IT, Digital and Data, including cyber security.
- Monitor against digital and technology standards.

- Approve of IT strategy.
- Oversight of central IT budgets and significant digital procurement.
- Approval of IT capital plan.

### **Human Resources and Workforce**

- Oversight of People strategy, workforce planning, recruitment and retention, employee relations and well-being.
- Exercise SoD responsibilities for staffing structure changes and operational change processes (formal/informal), including consultation and business case.
- Monitor the Trust Improvement Plan (TIP) relating to projects related with HR and Workforce.
- To consider the staffing structure across the Trust and its academies/schools, including the leadership structure, and the correlation of delivering outstanding results within the financial parameters faced.
- To consider the plans to develop and support professional development of all staff, alongside the resources required, as well as the impact this development will have on the quality of provision being delivered in all Trust academies/schools.
- To ensure the Professional Development Framework is reviewed and that meaningful, growth-focused development conversations are in place for all employees.
- To ensure that staffing procedures (including recruitment procedures) follow equalities and employment legislation.
- To review procedures for dealing with staff discipline and grievances and make recommendations to the Trust Board for approval.
- To ensure that the Trust conforms with safer recruitment and safeguarding practice, with robust procedures in place that are operating satisfactorily for all necessary employment checks across all Academies.
- To ensure sufficient funds are available to support the development of staff.
- To review the structure of the Trust Services Team.
- Oversight of pay policy.
- To keep under review arrangements for staff work/life balance, working conditions and wellbeing, the development and implementation of which will be progressed across the Trust.
- Ensure effective workforce planning practices are established and developed.

### **Estates and Facilities**

- Oversee strategic estates planning, condition surveys, lifecycle maintenance and capital development to ensure safe, secure and sustainable buildings.
- Ensure compliance with Good Estate Management for Schools (GEMS) and School Premises Regulations.

### **Health and Safety**

- Monitor Trust wide- H&S strategy and statutory compliance.
- Review H&S audit outcomes and actions.
- Approval of H&S Policy.

## **Media and Marketing**

- Oversight of Media and Marketing Strategy

## **Compliance and Statutory Duties**

- Ensure compliance with ESFA/DfE (including Academy Trust Handbook), Charity Commission and Companies House requirements as relevant to Committee.
- Academy Trust Handbook compliance and appropriate training and updates are provided.
- Approval of Statutory Policies (part 1) as allocated.

## **3. Membership**

### **Composition**

- The Organisation Development Committee will consist of a minimum of three trustees, with the appropriate blend of skills, experience, and independence necessary to discharge its functions effectively.

### **Chair and Vice**

- The Trust Board will appoint the Committee Chair.
- The Chair will be appointed every three years.
- The Committee may appoint a Vice-Chair.
- The Chair and Vice Chair to have an HR and/or Finance focus.

## **4. Meetings**

### **Frequency**

- The Committee will meet at least three times per academic year and more frequently as required.

### **Quorum**

- The Committee will be quorate if three Trustees are present and more than 50% of those present are Trust Board Trustees.

### **Attendance and Decision making**

- Only Trustees of the Trust Board have the right to attend Committee meetings.
- The Chief Executive (CE), Chief Financial Operating Officer (CFOO) and Chief Financial Officer (CFO) will attend meetings as appropriate to support the Committee but have no voting rights.

- Trust Executive, Senior Leadership Team (SLT) and other individuals such as Chair of LAB's or Headteachers may be invited to attend all or part of the meeting but have no voting rights.
- Decisions will be made by majority vote of the Trustees present and voting. The Chair has a casting vote where necessary.
- The Committee will ensure that its decision-making processes are informed, rigorous and timely.

### **Conduct**

- Trustees must adhere to the trust's Code of Conduct and maintain confidentiality, objectivity, and integrity.
- Trustees must declare any conflicts of interest in accordance with charity and company law.
- Observe the Trust Scheme of Delegation and Terms of Reference and act within its powers.
- Always act in the best interests of the Trust, its staff and the communities it serves.
- Strive to operate as a team in which constructive working relationships with all stakeholders are actively promoted and developed.
- Express their views openly within meetings but accept collective responsibility for all decisions made.

### **Agenda and Minutes**

- Administrative support will be provided by the Clerk to Trust Board.
- Agendas will be agreed in advance by the Chair of the Committee (based on, but not limited to, a pre-agreed annual work plan) and papers will be circulated to members and attendees at least 5 working days in advance of the meeting.
- Minutes of meeting will be taken and approved in draft by the Chair of the Committee. Draft minutes will be circulated to the Committee within 10 working days following the meeting.
- Approved non-confidential minutes from the Committee will be available via the Trust website

### **5. Delegation of Authority**

- The Organisation Development Committee is established by the Trust Board to fulfil the duties of the Committee as set out in the Scheme of Delegation.
- The Committee must observe those delegations and any limits and thresholds specified.
- The Committee is authorised to investigate, challenge, monitor and review any activity within its terms of reference or specifically delegated to it.
- The Committee is authorised to request any information it requires from any Local Advisory Board (LAB), Trust School or employee and may request any financial, operational, personnel or statistical data it requires in consultation with the Executive.

### **6. Reporting & Assurance**

- The CE and Executive will provide the Committee with regular reports covering finance, operations, risks, estates and health and safety compliance, HR and workforce, IT, data and policy compliance within ODC's remit.
- The Committee will provide verbal reports and risk escalations to the Board normally at the Trust Board meeting following each committee meeting.

#### **7. Review of Terms of Reference**

- These Terms of Reference will be reviewed annually and approved by the Organisation Development Committee, ensuring alignment with the Scheme of Delegation, Academy Trust Handbook and the Trusts strategic priorities.
- The Committee will self-assess its performance against these terms of reference on an annual basis.