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PORTSMOUTH DIOCESAN TRUST
Terms of Reference for the
Personnel Committee

Portsmouth Roman Catholic Diocesan Trustees Registered (the Trustees), the trustees of the trusts identified in the note below (the Trusts), with the consent of the Roman Catholic Bishop of Portsmouth (the Bishop), appoint a committee (the Committee) to act on their behalf in matters concerning the Trusts which relate to personnel and delegate to the Committee the powers set out in this document.

Where the business of the Committee concerns trusts other than the Portsmouth Diocesan Trust, the Trustees' power to delegate to the Committee may be restricted as indicated in the note below. When dealing with the business, property or funds of these trusts the Committee must check the limits within which it is authorised to act.

The Committee is to be known as The Personnel Committee.

The members of the Committee will comprise three of the Trustees appointed by the Trustees with the prior approval of the Bishop, the secretary to the Trustees and such other persons as are appointed by the Trustees with the prior approval of the Bishop.

The chairman of the Committee is to be one of the trustee members appointed by the Trustees with the prior approval of the Bishop.

The Committee is to provide oversight of and take decisions, on behalf of the Trustees, in relation to the following:

- Contracts
- Staffing levels
- Salary review
- Recruitment
- Conditions of service
- Employment law
- Any other matter relating to personnel referred to the Committee by the Trustees with the prior approval of the Bishop.

The Committee may not authorise or incur any expenditure without the prior written agreement of the Trustees.

Every member of the Committee shall have regard to the guidance of the Charity Commission on public benefit in carrying out the work of the Committee.

The following rules are to apply to meetings of the Committee:

- The Committee must meet at least once every four months or as directed by the Trustees. The chairman is to decide the date and time of each meeting and its agenda. The secretary of the Trustees must give the other members of the Committee at least ten working days’ notice of the date, time and agenda.
- The quorum for any meeting of the Committee is two trustee members present in person.

- A meeting may be held in person or by suitable electronic means agreed by the Trustees by virtue of which all the participants may communicate with all the other participants.
- Every member of the Committee is to have one vote. Every matter is to be determined by the majority of the votes of the members of the Committee present and voting. In the case of an equality of votes the chairman is to have a casting vote whether or not he has previously voted on that matter. Notwithstanding the foregoing, any of the trustee members of the Committee may veto any resolution passed at a meeting of the Committee, in which event the matter the subject of the resolution is to be referred to the Trustees for decision.
- Any resolution of the Committee which is in writing and signed by all the members of the Committee is as valid as a resolution passed at a meeting. For this purpose a resolution may be contained in more than one document and is to be treated as passed on the date of the last signature.
- The Committee must cause minutes of its meetings to be taken; the minutes may be in electronic form. Draft minutes, first approved by the chairman of the Committee whenever possible, must be produced to the chairman of the Trustees no later than 14 days after the date of the meeting of the Committee. At each meeting the Committee must approve the minutes of the previous meeting, with such changes as may be agreed, the chairman must then sign those minutes and the minutes must then be entered in an archive. At each meeting of the Trustees a copy of the minutes of each meeting of the Committee held since the last meeting of the Trustees must be produced to the Trustees.

Any matter relating to meetings of the Committee not covered by these rules may be decided by the Committee.

The Trustees may at any time revoke the appointment of any member of the Committee, suspend the Committee for a fixed period or indefinitely or amend or revoke these terms of reference

These terms of reference are to be reviewed annually, at the first meeting of the Trustees after the start of the Trusts' financial year.

Note:

1. These terms of reference are made in accordance with:
(a) for the Portsmouth Diocesan Trust, (charity registration no.246871) paragraph 12.2 of the declaration of trust dated 5 December 2002 and the Trustee Act 2000,
(b) for each of certain other trusts (the other trusts), being those which, together with the Portsmouth Diocesan Trust, are the subject of a uniting direction of 20 July 2001 under Charities Act 1993 section 96(6), the deed or deeds constituting each of the other trusts and the Trustee Act 2000.

2. Insofar as this delegation relates to the other trusts, the Trustees make this delegation only to the extent that they are entitled to do so under either the deed or deeds constituting each of the other trusts or the Trustee Act 2000.

Authorised at a meeting of the Trustees, with the consent of the Bishop, held on 9 October 2008.

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Secretary to the Trustees