



CYMDEITHAS DDYSGEDIG CYMRU THE LEARNED SOCIETY OF WALES

Human Resources Committee Constitution and Terms of Reference (approved July 2025)

1. In accordance with the provisions of Royal Charter and its bye-laws (Bye-law 5 (5.4)), the Council has established a Human Resources Committee which shall consist of the persons following, namely:
 - i. Members *ex officio*: The General Secretary (who shall be Chair)
 - ii. Four members appointed by the Council from among the Fellowship, one of whom shall be appointed as Vice-Chair
 - iii. Such other person or persons not exceeding two in number as the Committee may think fit to co-opt as members.
2. In the absence of the General Secretary, the Vice-Chair shall chair the meeting.
3. The Quorum for meetings of the Committee shall be 3.
4. Appointed and co-opted members shall serve for a term of three years, or such shorter period as the appointing body may decide. They shall be eligible to serve for not more than two consecutive terms, following which a further period of three years shall elapse before any such member shall be eligible for re-appointment.
5. The Committee, when appointing members to its Committee shall be mindful of the Society's commitment to the Equality Act 2010 and the Society's Equality, Diversity and Inclusion Plan.
6. Subject to the provisions of the Royal Charter and its bye-laws, the Human Resources Committee shall consider any matter relating to the staff of the Society and shall submit reports and recommendations thereon to the Council.
7. The Human Resources Committee shall be responsible for:
 - i. Staff restructuring: in cases where changes would affect employees' hours or pay, and where there would be increased financial implication for the charity, the Committee must agree the changes with the Finance Committee;
 - ii. Regrading of posts;
 - iii. Ensuring everyone has a job descriptions/person specification;

- iv. Employees' rights and responsibilities and any changes to them: this would include substantial contractual changes, alterations to maternity/sick pay, alterations or changes to HR policy and so on;
 - v. Safeguarding and child protection arrangement;
 - vi. Any challenging HR issues: e.g. disciplinary or performance matters, redundancy.
 - vii. Manage the appropriate sections of the Risk Management Register.
8. The Committee shall ensure that the Council has adequate information to enable it to discharge its responsibilities.
9. The Committee shall exercise such delegated powers as may be granted to it by the Council, for such period and on such conditions as the Council may determine, in accordance with bye-law 5.4.

Forward Business Plan

This Committee shall meet at least once a year, with ad hoc meetings as required. As of 2024, the Committee meets twice a year.

There are standard Items for each meeting:

- Chairs Introduction
- Minutes of the last meeting
- Action Tracker
- Meeting dates
- AOB

Re-occurring items are listed below:

- Review of staff job descriptions (every two years)
- Review of pay and grading (as required)
- Review of LSW Handbook / HR Policies (different sections to be considered annually)
- Managing staff complaints and grievances (as required)

It is proposed that the HR Committee Chair agrees the agenda prior to each meeting