

# MUTUAL GOVERNANCE EXCELLENCE FRAMEWORK

## TERMS OF REFERENCE FOR BOARD COMMITTEES

### Growth Committee

#### **A. Membership and Quorum**

- The Committee will consist of:
  - a minimum of 2 Non-executive Directors; and
  - up to 2 independent members with full voting rights.
- Members of the Committee including Independent committee members shall be appointed by the Board.
- Executive Directors, members of the Representative Body and Employees cannot serve as Committee Members. Members of the Executive Management Team (in particular the Chief Executive, Director of Growth and Director of Resources), Head of Development and Regeneration (or equivalent) and other external advisers may be invited to attend for all or any part of any meeting as and when appropriate and necessary.
- A deputy to attend in the absence of the Director of Resources
- The quorum of the Committee will be 3 members (including at least 2 Non-executive Directors).

#### **B. Scope**

The monitoring, oversight and provision of advice to Board on all aspects of regeneration and development within the RBH Group

#### **C. Responsibilities**

The primary role of Growth Committee is to advise RBH main Board on delivery of strategic objectives in relation to regeneration and development

This will include:

- Considering the strategic fit of new development opportunities
- Making recommendations to refine, amend or add value to project assessments and business cases, planning and information provision which will be provided to the Board
- Providing assurance on the financial viability of the overall development programme and regeneration proposals within the parameters of the RBH Business Plan
- Ensuring a clear Scheme of Delegation is in place to enable the Executive Management Team and Director of Growth to appraise and approve individual schemes and activity within the development and regeneration programme

- Approving significant schemes in line with the scheme of delegation
- Advising on public and private funding opportunities in relation to regeneration and development
- Advising the Board on delivery contracts and funding opportunities with the Homes England, relevant Government Department(s) and other such agencies
- Advising on schemes which do not fall within the standard development assumptions and appraisal criteria as provided for in the Scheme of Delegation.
- To regularly report to the Board, providing assurance on the performance of the regeneration and development programme undertaken within the delegated authority of the Executive Management Team, Director of Growth or this Committee.
- To promote the Society's regeneration and development activity and aspirations.
- Annually consider whether there are any areas which may influence the Internal Audit Programme.

## **1) General**

- To make recommendations to the Board on all of the above matters as the Committee sees fit.
- The Committee may commission, at the Society's expense advice/reports to assist it in fulfilling its function if considered necessary.
- To regularly update and provide assurance to the Board on key issues discussed at its meetings.
- To immediately report to the Board any arising issues it feels will seriously impact on any of the Board's responsibilities.
- The Committee is authorised by the Board to seek any information it requires to fulfil its terms of reference. It may either make decisions under the Scheme of Delegation or make recommendations to the Board where final decisions will be taken. The Committee is authorised to establish working groups to undertake detailed work on any matter covered by its terms of reference.
- To ensure that the Committee complies with the information management and equality and diversity requirements and that every report that comes to the Committee for approval includes a relevant assessment.
- Regularly appraise its own effectiveness including reviewing the balance of skills of its members. To submit an annual review of its effectiveness to the Board for its review.
- To work collaboratively with other committees of the Board (where appropriate), referring matters of relevance and seeking input as appropriate, including influencing the work of internal audit.

## **D. Frequency of Meetings**

The committee will meet at least 4 times a year. Meetings may be held more frequently if required. Decisions may be made outside of meetings electronically

## **E. Chair**

The Chair of the committee shall be appointed by the Board and must be a Non-executive Director. In the absence of the Chair, the remaining members present shall elect one of themselves to Chair the meeting who would qualify under these terms of reference to be Chair.

## **F. Skills and Experience Requirements of Members**

The relevant areas are: Regeneration, Development, Construction, Commercial redevelopment, asset management, working with a wide range of people and local communities.