

## **TERMS OF REFERENCE OF RISK SUB-COMMITTEE**



### **Purpose**

The Risk-Sub Committee is responsible to the Strategic Board for:

- Supporting the board to ensure Eastside Community Trust has an appropriate mechanism for managing risks
- Recommending any courses of action needed to mitigate major risks
- Communicating key risks to the board and action being taken to address them
- Have oversight of action plans to mitigate risks

### **Membership**

In accordance with the Constitution, the Risk Sub-Committee will be comprised of at least three and no more than seven members all of whom shall be Directors.

The Committee may also appoint non-Directors acting in an advisory capacity.

The Chief Executive will be in attendance at all meetings, but is not a voting member of the Sub-Committee.

### **Appointments and Terms**

Members of the Risk Sub-Committee will be appointed by the Strategic Board in accordance for a term not exceeding three years. Maximum period of service is six years.

If a Sub-Committee member ceases to be a board member, they will also cease being a Sub-Committee member.

### **Chair**

The Sub-Committee will elect a Chair to serve a period of one year. In the absence of the appointed Chair, the committee members will elect a Chair for the duration of the meeting.

### **Secretary**

A member of staff will act as the Secretary.

### **Quorum**

The quorum of the Risk Sub-Committee meetings shall be 50% of the members eligible to attend and able to vote.

### **Frequency of Meetings**

The Committee will be expected to meet two times per year or as required by the Chair.

### **Notice of Meetings**

Unless otherwise agreed, notice of each committee meeting confirming the venue, time and date together with an agenda of items to be discussed and supporting papers, will be forwarded or notified to each member of the Committee and any other person required to attend, no later than five working days before the date of the meeting.

### **Conduct of Meetings**

An approval or resolution of the Risk Sub-Committee may be passed by a simple majority of those present and entitled to vote at the meeting.

Risk Sub-Committee may make arrangements to pass resolutions between meetings either in writing or by electronic communications.

Any decision made by the Risk Sub-Committee outside a meeting must be notified to the Risk Sub-Committee at its next meeting and recorded in the minutes.

Any member of the Risk Sub-Committee who has a material interest relating to any decision to be made by the Risk Sub-Committee must declare their interest before the item relating to that decision is discussed and will not be entitled to vote on that decision.

### **Minutes of Meetings**

The Committee Secretary will take minutes of the meeting and circulate a draft to the chair within 7 days of the meeting. Final minutes will also be provided to the Board for information.

### **Duties and Responsibilities**

- To have oversight of the organisation's risk register

### **Reporting Responsibilities**

The Chair of the Risk Sub-Committee will submit a summary of the activities of the Committee to Strategic Board at its next meeting.

The Chair of the Committee shall attend the Annual General Meeting and shall answer questions on the Committee's responsibilities and activities.

Powers of decision making are set out in Eastside Community Trust Scheme of Delegation.

**Terms of Reference**

The Terms of Reference of the Risk Sub-Committee will be reviewed every two years and recommended changes submitted to the Strategic Board for review.