



The Voice of Irish Sport

Federation of Irish Sport

Human Resources & Remuneration Committee

Terms of Reference

This document describes how the Federation of Irish Sport HR and Remuneration Committee is constituted within the Federation of Irish Sport and the roles and responsibilities of the Committee. It also details some operational procedures as to how the Committee should conduct its business.

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Terms of Reference
Federation of Irish Sport HR & Remuneration Committee

Membership

The HR & Remuneration Committee will consist of at least three persons, appointed by the Board, one of whom shall be the Chairperson of the Federation. The Board will satisfy itself that at least one member of the HR Subcommittee has recent relevant experience in Human Resources and/or Employment Law. The Board shall appoint the members of the Committee. The Chief Executive Officer (CEO) shall be responsible for arranging Committee meetings and attend as required

Duties

The principal duties of the Committee shall include oversight and support to the CEO in the management of the human resources function within the Federation, evaluation of the performance of the CEO and the determination and agreement of the compensation arrangements for the CEO and staff.

The Committee shall review and determine the following and report to the Board:

1. Review Remuneration arrangements for the CEO
2. Review Remuneration of arrangement for the staff
3. To review and approve any proposals made by the CEO in relation to staff performance and remuneration.
4. To agree proposed remuneration of new staff hires with the CEO
5. Performance of the CEO relative to the objectives of the Federation and strategies, as well as the specific annual goals and objectives of the CEO.
6. The corporate goals and objectives for the CEO.

The Committee will also monitor and review with the CEO and discuss with the Board:

1. Human Resource issues to include staff resources, recruitment and induction, non-pay related terms and conditions, training and development, the setting and monitoring of Human Resources policies and continuity planning.
2. Compliance with the requirements of employment law

Guiding Principles:

In carrying out its duties the Committee may take into account all factors which it deems necessary. The objective of the remuneration arrangements shall be to ensure that the CEO and staff of the

Federation are provided with appropriate incentives to encourage enhanced performance and are, in a fair and responsible manner, rewarded for their individual contributions to the success of the Federation.

The remuneration arrangements:

- (i) May include the design of, and determine targets for, any performance related pay schemes and approve the total annual payments made under such schemes;
- (ii) Determine the policy for, and scope of, pension arrangements, if any, within the Company;
- (iii) Ensure that contractual terms on termination, and any payments made, are fair to the individual, and the Company; and
- (iv) Any other matter that the Committee deems appropriate.

Reporting Responsibilities

The Committee Chairperson shall report to the Board on its proceedings after each meeting of the Committee on all matters within its duties and responsibilities. The Committee shall make whatever recommendations to the Board it deems appropriate on any area within its remit where action or improvement is needed.

Operational Matters

1. The Committee shall meet at least twice a year;
2. The Chairperson of the Federation shall not serve as the Committee Chair
3. The Committee shall at each meeting elect a member to serve as Secretary who will be responsible for maintaining a written record of all meetings and decisions made and for corresponding on behalf of the Committee
4. The Board members on the subcommittee may remain in position in line with their tenure on the Board of Directors.
5. Other board members or staff members may, at the Committee's request, attend meetings.

Other

The Committee shall review these Terms of Reference to ensure it is operating at maximum effectiveness and recommend any changes it considers necessary to the Board for approval.

Authority



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The Committee is authorised by the Board to seek any information it requires through the Chief Executive Officer of the Company in order to perform its duties. It is acknowledged that there may be, from time to time, the need to retain the services of outside advisers or consultants to assist the Committee in the carrying out of its duties. Any such services should be obtained within any budgetary constraints imposed by the Board.