



Mevagh Family Resource Centre

Terms of Reference for Governance & Compliance Sub-committee

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What is this?	This is Mevagh Family Resource Centre's (Mevagh FRC) Terms of Reference for the Governance & Compliance Sub-committee
Date Policy Approved:	These TOR was approved by the (VBOD) of Mevagh FRC at its meeting on 08.06.26
Review Date:	These TOR will be reviewed by the (VBOD) of Mevagh FRC on 08.06.29

Introduction

The Governance & Compliance Sub-group is established to provide focused oversight and support on matters relating to governance frameworks, regulatory compliance, ethical standards, and internal controls. The group operates under the authority of the Voluntary Board of Directors (VBOD) and contributes to promoting integrity, accountability, and risk-aware decision-making across the organisation.

Purpose of the Governance & Compliance Sub-group

The purpose of the subgroup is to:

- Monitor and enhance governance practices.
- Oversee compliance with laws, regulations, and internal policies.
- Support the identification and management of governance and compliance risks.
- Review and recommend updates to policies, procedures, and codes of conduct.
- Serve as an advisory body to the main VBOD on governance and compliance matters.

Composition of the Governance & Compliance Sub-committee

The Governance & Compliance Sub-committee will consist of 2 to 4 members from the VBOD, with efforts made to ensure gender balance. Members should have strong communication skills, a good understanding of HR processes, sound judgment, and the ability to work collaboratively while maintaining confidentiality and fairness. Where necessary, external experts may be co-opted to provide additional support. Members commit to serving a minimum of one year. If a member misses three consecutive meetings without valid reason, their membership will be considered lapsed and a replacement will be appointed. Continuous service on the Governance & Compliance Sub-committee is limited to a maximum of three years.

The group will be composed of individuals with relevant knowledge and responsibility, including but not limited to:

- Chairperson (appointed by the parent committee)
- Representatives from Legal, Risk Management, Compliance, Internal Audit, and Operations
- Additional members may be co-opted as needed for specific expertise

Membership should reflect a diversity of perspectives and organisational roles.

Organisation of the Group

The Governance & Compliance Sub-committee will:

- **Meetings:** as required.
- **Quorum:** At least three members, including the Chair or their delegate
- **Secretariat:** A designated member will coordinate meetings, agendas, and documentation
- **Decision-making:** By consensus or majority vote; recommendations are submitted to the VBOD.

Subgroups or task forces may be formed for specific projects or reviews.

Power of the Governance & Compliance Sub-committee

The Governance & Compliance sub-group has the authority to:

- Request access to relevant information and documentation.
- Engage internal or external experts for advice.
- Recommend policy or procedural changes to the VBOD.
- Escalate serious compliance or governance concerns.

It does not have decision-making authority unless explicitly delegated.

Communication

The Governance & Compliance Sub-group will:

- Report verbally to the VBOD, as needed. Details will be recorded in the minutes of the Board meeting.
- Share key recommendations and findings promptly.

Confidentiality

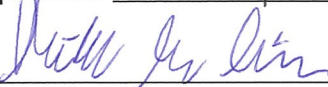
All discussions, documents, and materials shared within the Governance & Compliance subgroup are confidential and must not be disclosed outside the group unless authorised. Members must adhere to the organisation's confidentiality policies and declare any conflicts of interest.

Review and Evaluation

This policy will be reviewed every three years, or more frequently if necessary. Any required adjustments will be made at that time and must be approved by the VBOD.

Signed by the Chairperson: 

Date: 16-06-26

Signed by Director: 

Date: 17-06-26

Revision History

Revision No.	Approval Date	Document Reference and Changes Made	Name

