

Terms of Reference for the Remuneration Committee

Constitution and Membership

The Governing Body will be responsible for establishing a Remuneration Committee which shall consist of:

1. the Chair, *ex officio*, of the Governing Body;
2. the Vice-Chair, *ex officio*, of the Governing Body, who shall be the Chair of this committee;
3. three independent members appointed by and from the Governing Body (recommendations are to be made by the Search & Governance Committee to the Governing Body).

The quorum for a meeting shall be two members.

Authority

The committee is authorised by the Governing Body to review the remuneration, terms and conditions and, where appropriate, the severance conditions of the Principal and designated senior postholders. The committee will make recommendations to the Governing Body to be considered as reserved business items.

The committee may invite to its meetings a person with expertise to advise on remuneration matters.

Proceedings

The committee will meet at least once per year to discuss the remuneration of designated senior postholders. The committee will also meet as required when:

- (i) a new appointment is being made; or
- (ii) terms and conditions for designated senior postholder(s) are being revised;

The committee will make recommendations for the Governing Body to consider at its next reserved business meeting.

If a severance package is being considered for a designated senior postholder role, the committee will formulate the recommendation electronically and the Clerk will seek approval from the eligible Governing Body members via email. This will ensure that the matter is dealt with swiftly.

The Principal, although not a member of the Committee, shall be invited to attend and participate in its meetings but shall not be present when his/her own remuneration, terms and conditions or severance pay are under consideration.

Meetings will be clerked by the Clerk to the Governing Body except when the Clerk's remuneration, terms and conditions or severance pay are being considered. The Clerk will not be present for these discussions and another person in attendance will act as clerk.

Duties

The committee will, on an annual basis, review and make recommendations to the Governing Body on the terms and conditions and remuneration of the Principal and designated senior postholders. This review will include provisions for any other benefits, for example pensions, arrangements for termination of employment (including, where appropriate, severance payments) and other contractual terms.

In determining the above, the committee will receive reports on the individual performance against agreed targets over the year under review as follows:

- the Principal and Chief Executive, as completed by the Chair of the Governing Body
- the designated senior postholders, as completed by the Principal
- the Clerk, as completed by the Chair of the Governing Body

The committee will also consider the financial health of the College and comparative information on salaries, benefits and conditions of service in the further education sector and other public sector organisations and other organisations deemed to be appropriate.

Reporting Procedures

The minutes of the Remuneration Committee will be presented to the Reserved Business meeting of the Governing Body.

Nicola Eyre, Governance Lead and Clerk to the Governing Body

REVISED: January 2022

APPROVED: 17 February 2022

NEXT REVIEW DUE: February 2024

ADDENDUM (added January 2022)

The following roles are designated as senior postholders by the Governing Body:

- Chief Executive and Principal
- Deputy Principal
- Vice Principal (Resources)
- Clerk