

Remuneration Committee

Membership and Terms of Reference

1. **Purpose**

- 1.1 To review and determine the remuneration and conditions of service of the Senior Post Holders (SPH) of the College including the Chief Governance Officer taking into consideration the individual's contribution and value to the overall performance of the College, the financial health of the college, equality, diversity and inclusion, sector remuneration comparators and the context in which the College operates.
- 1.2 To provide strategic oversight of the recruitment process for Executive level appointments (in addition to Senior Posts).
- 1.3 To review expenditure for all SPH and Executive level posts against the budget and establishment position.
- 1.4 The Corporation is bound by HM Treasury's 'Managing Public Money' (MPM) and other obligations arising from reclassification of the sector into the public domain. The Committee notes the MPM requirements relating specifically to senior pay controls.

2. **Membership**

- 2.1 The Committee shall comprise at least 3 Members of the Corporation.
- 2.2 Membership shall include the Chair and Vice Chair of the Corporation. The Chair of the Committee may be any Governor other than the Chair of the Corporation. If the Vice-Chair of the Corporation is not Chair of the Committee then they shall hold the position of Vice-Chair of the Committee.
- 2.3 Staff Members, Student Members and the Principal/CEO will not be eligible to sit on this Committee.
- 2.4 The Chief Governance Officer shall be the Clerk to the Committee except when the Clerk's performance or remuneration is being considered when a member of the Committee will act as Clerk for that item.
- 2.5 The Committee may invite advisers or other appropriate individuals to attend a meeting to provide information. The Principal/CEO may attend the Committee for the purpose of advising on the performance of other Senior Post holders.
- 2.6 The Committee shall meet at least annually in line with the Autumn term and the issuing of the AoC PaySkills report.

3. **Quorum**

- 3.1 The quorum for the Committee shall be three Members including the Chair or Vice Chair of the Corporation. If the Chair of the Committee is unable to attend the meeting then the meeting may proceed, if quorate, chaired by another member of the Committee other than the Chair of the Corporation.

4. **Terms of Reference**

- 4.1 To demonstrate that the remuneration of the designated Senior Postholders is recommended to the Corporation by persons who have no personal interest in the outcome and which gives due regard to the interests of the public and the financial health of the College.
- 4.2 To adhere to the principles of the Senior Postholder Remuneration Code.
- 4.3 To monitor the appraisal/review/target setting process of the College's Senior Postholders including the Chief Governance Officer.
- 4.4 To provide strategic oversight of the recruitment process for executive level appointments including review of person specifications, job descriptions and interview process.
- 4.5 To review expenditure for new SPH and Executive level posts against the budget and establishment position prior to advertisement.
- 4.6 To review and consider the position of the College alongside sector recommendations when determining the whole college pay award, prior to recommendation to the Corporation.
- 4.7 To adhere to HM Treasury's Guidance on Senior Pay Controls in line with the ONS reclassification of Colleges.
- 4.8 The Committee will act in an advisory capacity and make recommendations to the Corporation for approval.

5. **General**

- 5.1 The Committee will be held accountable through the Committee Chair presenting a verbal report at the next scheduled meeting of the Corporation and the Corporation being required to approve any recommendations made.

- 5.2 The Minutes of Committee meetings will be treated as confidential and will only be made available to those Governors eligible to see them. Remuneration Committee Minutes will not be made available for public access in accordance with the Instrument and Articles of Government.
- 5.3 In order to ensure good practice, the terms of reference will be reviewed annually by the Committee. Next review – November 2026.