

## REMUNERATION COMMITTEE – TERMS OF REFERENCE 2021-22

Composition:	Minimum of three members, no staff or student members are permitted While the Chief Executive is not permitted to sit on the committee as a formal member, he will usually attend all meetings as an adviser (leaving meetings when his own performance and remuneration is under consideration)
Quorum:	40% of committee membership, subject to minimum quorum of 3
Attendance:	The Corporation attendance target is 80%. Committee members are therefore expected to attend the one meeting scheduled in 2021-22
Chair:	Selected by committee, reviewed annually The Corporation Chair cannot chair the Remuneration Committee.
Meetings:	At least one meeting annually
Public access to meetings:	By chair's invitation, with members' approval - see Standing Orders Section 12
Conduct of meetings:	See Standing Orders Section 5
Minutes:	Approval, see Standing Orders Section 4 vi
Minutes:	Circulation/publication – see Standing Orders Section 10
Key functions and delegated powers:	<ol style="list-style-type: none"> <li>1. To conduct its business in accordance with the provisions of the Colleges' Senior Post Holder Remuneration Code, as adopted by the FE Corporation on 17 October 2019.</li> <li>2. To review the performance of the Chief Executive, other holders of senior posts<sup>1</sup> and the Clerk (taking into account the Chair's appraisal of the Chief Executive and Clerk and the Chief Executive's appraisal of other senior post holders)</li> <li>3. To agree performance objectives for the Chief Executive, senior post holders and the Clerk, on the advice of the Corporation Chair and Chief Executive,</li> </ol>

<sup>1</sup> The terms 'holders of senior posts' and 'senior post holders' refer to employees appointed to posts designated as 'Senior Post Holders', currently the Chief Executive, Group Executive Director Planning and Infrastructure and Group Executive Director Finance. The committee may consider the performance of other senior managers but this is not a formal element of the committee's remit and decisions about the terms and conditions of senior managers other than designated 'Senior Post Holders' are the responsibility of the Chief Executive.

	<p>as appropriate, and report these to the Finance and Employment Committee</p> <p>4. To consider terms and conditions of service, including job descriptions and remuneration for the Chief Executive, holders of senior posts and the Clerk to the Corporation and make recommendations to the Finance and Employment Committee.</p> <p>Panels for the appointment of senior post holders will include at least one member of the Remuneration Committee.</p> <p>5. To consider equal pay matters and ensure the College Group’s equality and diversity policy is taken into account when considering staff pay.</p> <p>6. To consider any severance payments to the Chief Executive, holders of senior posts and the Clerk to the Corporation, in accordance with the Remuneration Code, including seeking any legal advice from the external auditors, and to make recommendations to the Finance and Employment Committee.</p> <p>7. To demonstrate to the public that the pay of the Chief Executive, holders of senior posts and the Clerk to the Corporation is set by a committee that has no personal interest in the outcome of its decision and which gives due regard to the interests of the public and of the financial health of the College Group.</p> <p>8. To prepare an annual report on remuneration for presentation to the Corporation and an annual Remuneration statement for publication.</p>
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