Terms of Reference of the Remuneration Committee

Purpose of the Committee
The purpose of the Remuneration Committee is to review all matters relating to the employment, pay and conditions of service, training and development of designated senior post holders and the Clerk of the Corporation, in accordance with the Articles of Government, and to make recommendations to the Corporation Board.

Membership of the Committee
All independent members of the Board will be eligible to serve on the Committee. The membership of the Committee will be reviewed and determined as and when appropriate by the Board.

The Committee must comprise the Chair of Corporation and at least two other members. Co-opted members may also be appointed with relevant experience. The Clerk to the Corporation shall be the Clerk to the Committee.

The quorum necessary for the transaction of the business of the Committee shall be a minimum of two members of the Committee.

The Committee will normally meet at least once a year, on a date set in the calendar approved annually by the Corporation. Special meetings shall be called by the Clerk at the request of the Chair or any two Members under similar general rules as apply to Special Meetings of the Corporation.

Where it is known in advance of a meeting that members with specific expertise will not be in attendance at the meeting, the Chair of the Committee, through the Clerk, may seek to identify one or more appropriate members of the Corporation who might be available, at short notice, to attend the meeting and the provide the relevant expertise. Individuals appointed to attend a meeting on this basis shall be counted in the quorum for the meeting.

The Committee is entitled, wherever it is satisfied that it is appropriate to do so, to go into confidential session and (subject to the quorum necessary) to exclude any, or all, participants observers or guests, except the Clerk to the Corporation.

Appointment of Chair of the Remuneration Committee
The Chair of the Remuneration Committee shall be appointed by the Corporation from among the independent members of the Committee. To remain compliant with the AoC Senior Post Holders Remuneration Code, the Chair of the Corporation may not be the Chair of this Committee.

Any External Co-opted member shall not be eligible to serve as Chair.

The Chair will hold office for two years or for a longer period if this is considered to be appropriate. Normally the period of office will commence at the first meeting of the academic session.

If the Chair is absent from any meeting of the Committee, the members of the Committee present shall choose one of their number to act as Chair for that meeting having regard to the provision above.

The Chair may at any time resign from office by giving notice in writing to the Clerk to the Corporation.

The retiring Chair shall normally be eligible for re-appointment.

Powers

To determine the remuneration of the designated senior post holders and the Clerk (taking into account evidence of remuneration levels at comparable colleges, the College's and individuals' performance against targets and the College's financial position), and making recommendations to the Corporation;

To make arrangements for the appraisal, training and development of the designated senior post holders and the Clerk and to give a summary report to the Corporation on their completion.

To discharge any authority or responsibility of the Corporation in respect of discipline or grievances of senior post holders, including constituting the pool of Members from whom a Special Committee established under the Articles of Government shall be drawn, except that any other eligible Member may be co-opted for this purpose in the event of insufficient members of the Remuneration Committee being eligible or available.

Reviewed and approved by the Committee: 30 November 2022
Reviewed and approved by the Corporation: 13 December 2022
These Terms of Reference form part of the Manual of Governance