

Exeter College Further Education Corporation

Remuneration Committee Terms of Reference

**Purpose: to review and determine the remuneration packages of the senior postholders and Clerk to the Corporation and to advise the Principal on the senior management structure of the College.**

1. Membership
  - 1.1 The Chair, Vice Chair, and the Chairs of the Audit, Business Services and Quality and Standards Committees will usually serve on this Committee. In exceptional circumstances, Committee Vice Chairs may represent the Committee Chair.
  - 1.2 Co-options will be permitted in exceptional circumstances.
  - 1.3 Staff or student governors will not be permitted to serve on this committee.
2. Quorum
  - 2.1 The quorum will be 40% of members as stated in paragraph 1.1 and must include either the Chair or Vice Chair.
3. Chair
  - 3.1 The Chair of the Board and the Vice Chair of the Board may not serve as Chair or Vice Chair of the meeting.
4. Clerk
  - 4.1 The Clerk to the committee will be the Clerk to the Corporation, except when the Clerk's performance or remuneration is being considered when a member of the committee will act as Clerk for that item.
5. In attendance
  - 5.1 The Committee may invite advisers or other individuals to attend a meeting to provide information.
  - 5.2 The Principal will attend meetings for part one of the meeting to provide support for decisions on other Senior Post Holders but will withdraw when his/her performance and remuneration are considered.
6. Decisions
  - 6.1 The Principal will be recalled into the meeting following any decision relating to his/her or that of a senior post holders' performance or remuneration, during which time governors will confirm precisely what they have agreed before they all leave the room.
7. Remit

- 7.1 To review and determine annually the remuneration and conditions of service of senior postholders and the Clerk to the Corporation taking into consideration:
  - The individual senior postholder's contribution to the overall performance of the College.
  - The Financial health of the College.
  - Sector remuneration comparators.
- 7.2 To monitor the appraisal process of the senior postholders and the Clerk, agree objectives following consultation with Committee Chairs, and oversee the application of any performance related pay scheme for senior postholders.
- 7.3 To consider proposed changes to the senior management structure of the College prior to any change being effected.
- 7.4 To consider and approve the award of any additional benefits for Senior Post Holders.
- 7.5 The committee will have the authority to establish task and finish subgroups involving members of the committee, college managers and other individuals.
8. Assurance
  - 8.1 To monitor and review the remit of the Committee as detailed above in the event of organisational reconfiguration and to provide assurance to the Board that senior post holder remuneration packages and senior management structure are in the best interest of the College.
9. Meetings
  - 9.1 The committee will meet at least twice a year and at other times as determined by the Chair or as requested by the Board.
10. Reporting
  - 10.1 The committee will report to the Board that appropriate action has been taken.
  - 10.2 Minutes of committee meetings will be treated as confidential and will not be circulated to the Board or made available for public access in accordance with the Instrument and Articles of Government 2008.
11. Amendment
  - 11.1 These terms of reference may only be amended by decision of the Board.